



~~October 17, 2006 CPC~~
~~November 16, 2006 CPC~~
~~January 16, 2007 CPC~~
~~March 20, 2007 CPC~~
~~April 17, 2007 CPC~~
~~June 19, 2007 CPC~~
~~July 17, 2007 CPC~~
~~August 21, 2007 CPC~~
September 26, 2007 BS

STAFF'S
REQUEST ANALYSIS
AND
RECOMMENDATION

06SN0244

H. H. Hunt Corporation

Bermuda Magisterial District

Harrowgate Elementary; Matoaca Middle; and Matoaca High Schools Attendance Zones
South line of Bradley Bridge and west line of Branders Bridge Roads

REQUEST I: Rezoning of a 1,445.4 acre tract from Agricultural (A) to Residential (R-12) with Conditional Use Planned Development to permit exceptions to Ordinance requirements and Conditional Use to permit recreational facilities on 43.5 acres of the 1,445.4 acre tract, plus rezoning of a 169.1 acre tract from Agricultural (A) to Regional Business (C-4) with Conditional Use Planned Development to permit exceptions to Ordinance requirements and Conditional Use on 3.0 acres of the 169.1 acre tract to permit an above ground utility structure (wastewater pump station).

REQUEST II: A waiver to street connectivity requirements to Glebe Point and Skybird Roads.

PROPOSED LAND USE:

A residential development with a variety of housing types and supporting community commercial and recreational uses, public/semi-public uses and commercial uses are planned. A maximum of 4,998 residential units to include cluster residential, town homes and multi-family units as well as a maximum of 470,000 gross square feet of commercial uses are planned. (Proffered Conditions 5 and 6)

PLANNING COMMISSION RECOMMENDATION

REQUEST I. RECOMMEND APPROVAL OF REZONING AND ACCEPTANCE OF CONDITIONS ON PAGES 3 THROUGH 20.

AYES: MESSRS. GECKER, LITTON AND WILSON.

NAYS: MESSRS. GULLEY AND BASS.

REQUEST II. RECOMMEND APPROVAL OF THE WAIVER TO STREET CONNECTIVITY REQUIREMENTS.

STAFF RECOMMENDATION

Request I: Recommend approval of the rezoning subject to the applicant addressing the impact of this development on capital facilities in accordance with the Board of Supervisors' policy and staff concerns relative to parking, buffers and the provision of sidewalks, for the following reasons:

- A. Although the density of residential use within the proposed Residential (R-12) portion of the property exceeds the density suggested by the Southern and Western Area Plan and the commercial and residential uses on the proposed Regional Business (C-4) portion of the property do not provide the regional scale office use or major industrial development recommended by the Plan, the proposal provides an opportunity for planning a large scale mixed use development where residential and commercial uses coupled with public/semi-public amenities create an urban lifestyle environment and where major infrastructure improvements are provided as the development occurs.
- B. While the applicant has offered land dedication, road construction and a potential contribution to assist in defraying the cost of this proposed development on road infrastructure and schools and parks facilities, the proffered conditions do not adequately mitigate the impact of this development on capital facilities, as outlined in the Zoning Ordinance and Comprehensive Plan. Specifically, the needs for roads, schools, parks, libraries and fire stations and transportation facilities is identified in the Public Facilities Plan, the Thoroughfare Plan and the Capital Improvement Program, and the impact of this development is discussed herein. The proffered conditions vary from that which has consistently been accepted in accordance with the Board of Supervisors' Policy. While the road improvements offered address the impacts on road infrastructure, the remaining proffered conditions fail to fully address the impact of this request on schools, parks, libraries and fire stations in accordance with the Board's policy; however, schools is satisfied that the proffered conditions which require land dedication and infrastructure for school facilities are acceptable. Therefore, the proffered conditions do not adequately mitigate the impact on these capital facilities and thereby do not assure that adequate service levels are maintained as necessary to protect the health, safety and welfare of County citizens.

- C. The application fails to address concerns relative to parking, buffers and sidewalks as discussed herein.

Request II: Recommend denial of the waiver to street connectivity requirements to Glebe Point and Skybird Roads for the following reasons:

- A. Justification for granting this waiver has not been provided. The evaluation of the Policy Criteria for granting such relief necessitates design details that can best be evaluated through the subdivision review process.
- B. The lack of public road connections fails to address health, safety and welfare concerns of the Fire Department.

(NOTE: CONDITIONS MAY BE IMPOSED OR THE PROPERTY OWNER MAY PROFFER CONDITIONS. THE CONDITIONS NOTED WITH "STAFF/CPC" WERE AGREED UPON BY BOTH STAFF AND THE COMMISSION. CONDITIONS WITH ONLY A "STAFF" ARE RECOMMENDED SOLELY BY STAFF. CONDITIONS WITH ONLY A "CPC" ARE ADDITIONAL CONDITIONS RECOMMENDED BY THE PLANNING COMMISSION.)

PROFFERED CONDITIONS

The property owners and applicant in this rezoning case, pursuant to Section 15.2-2298 of the Code of Virginia (1950 as amended) and the Zoning Ordinance of Chesterfield County, for themselves and their successors or assigns (the "Developer"), proffer that the property (the "Property") under consideration will be developed according to the following proffers if, and only if, the rezoning request submitted herewith is granted with only those conditions agreed to by the Developer. In the event this request is denied or approved with conditions not agreed to by the Developer, the proffers shall immediately be null and void and of no further force or effect.

This application contains three exhibits described as follows:

- Exhibit A – Plan titled "Exhibit A. Branner Station Road Phasing Plan", originally prepared by Wilbur Smith Associates, dated September 15, 2006 and updated by T3 Design on April 20, 2007.
- Exhibit B – Plan titled "Branner Station Offsite Roads Phasing Exhibit B," prepared by HHHunt, and dated September 15, 2006.
- Exhibit C - Plan titled "East/West Freeway – North/South Parkway Interchange Exhibit C" prepared by Youngblood, Tyler and Associates, P.C. and dated February 16, 2007.
- Exhibit D - Plat titled "Tract 9B Conceptual Plan for High School" prepared by Youngblood, Tyler and Associates, P.C. and dated July 30, 2007.

- (STAFF/CPC) 1. Master Plan. The Textual Statement last revised July 30, 2007, including the “Branner Station Chesterfield Master Plan” prepared by design forum, last revised February 16, 2007, shall be the Master Plan. (P)
- (STAFF/CPC) 2. Timbering. Except for the timbering approved by the Virginia State Department of Forestry for the purpose of removing dead or diseased trees, there shall be no timbering on the Property until a land disturbance permit has been obtained from the Environmental Engineering Department and the approved devices have been installed. (EE)
- (STAFF/CPC) 3. Overall Water/Wastewater Systems Plan.
- a. The required Overall Water/Wastewater Systems Plan for the development, accompanied by a Utilities Infrastructure Phasing Plan, shall be submitted to the Utilities Department for review and approval prior to the final approval of any tentative subdivision or site plan within the development. The overall plan shall be prepared in accordance with the requirements as outlined in Appendix 12 of the Chesterfield County Water and Sewer Specifications and Procedures Manual. The plan shall include, but not be limited to the following:
- i. a 16” water line along Branders Bridge Road for the entire length of the Property, or along a route within the development acceptable to the Utilities Department in either event, terminating at the southernmost boundary of the Property at Branders Bridge Road;
- ii. interconnection between the Chester and Courthouse pressure zones, at a location acceptable to the Utilities Department. Infrastructure (pressure reducing or flow control valves) shall be installed if deemed necessary by the Utilities Department;
- iii. off-site extension(s) from the Timsberry Creek Wastewater Trunk;
- iv. map of the service area for a wastewater pump station; location of a public wastewater pumping station and associated gravity lines sized to serve that portion of the development within the Lower Swift Creek drainage basin and the remaining

“Regional Mixed-Use” area as shown in the Southern and Western Area Land Use Plan (as amended 11/12/03);

- v. a small-scale area map showing the route of the force main, extending from the new public wastewater pumping station to a discharge point near the existing Timsberry Creek Wastewater Pumping Station, the exact location of which is to be approved by the Utilities Department; and
 - vi. detailed engineering analyses of the water and wastewater systems for “Branner Station” to determine the future water pressure zone boundary line and points of interconnection, and to determine the location of the new wastewater pumping station and the appropriate discharge point for the force main.
- b. The Developer shall construct all improvements shown on the Overall Water/Wastewater Systems Plan for the development.
- c. Prior to any tentative or site plan approval for any property which will be served by the pump station, the Developer shall dedicate free and unrestricted to and for Chesterfield County, after the dedications for roads as required by Proffered Condition 7, a maximum 3.0 acres for a wastewater pumping station. This site shall abut a public road and have direct access thereto. As an alternative, if approved by the Utilities Department, the site need not abut a public road, but shall have access to a public road via an easement of a width and location acceptable to the Utilities Department. Should it not be possible to locate the pumping station within the development and provide full access to the intended service area, the Developer shall dedicate free and unrestricted to and for Chesterfield County land off-site of a size and location acceptable to the Utilities Department, obtain the necessary zoning and/or Substantial Accord Determination. The 3 acre site shall be exclusive of any road dedication to include those identified in Proffered Condition 7. (U)

(STAFF/CPC)

4. Dedications for Public Purposes. The Developer agrees to dedicate, free and unrestricted to the County, the following areas as generally shown on the Master Plan as follows:

- A. Tract 9A – 32 usable acres
- B. Tract 9B – 75 usable acres
- C. Tract 11A – 30.6 acres
- D. Tract 11B – 3.9 acres

Such dedications are made for public schools, parks and recreation, a utility pump station or such other public purposes as determined by the County and at such alternate locations as may be mutually agreed upon by the Developer and the County.

“Usable acres” shall generally mean acreage excluding jurisdictional wetlands as defined by the Army Corp of Engineers, slopes in excess of ten (10) percent and setbacks applicable to the Property. Whether acreage is acceptable as “usable” acres to qualify for such dedications within Tracts 9A and 9B shall be mutually agreed upon by the Developer and the Chesterfield County Public School Administration or, if no agreement is reached, then as determined by the Chesterfield County School Board (“School Board”). In addition, if school facilities can be accommodated on fewer usable acres as determined by the School Board, the acres of such dedications within Tracts 9A and 9B may be reduced as determined by the School Board. Tract 9B is intended to be developed as generally shown on Exhibit D attached hereto prepared by Youngblood, Tyler and Associates, P.C. and dated July 30, 2007 entitled “Tract 9B Conceptual Plan for High School”.

Such dedications shall be made within sixty (60) days of a written request by the County, but subsequent to the dedications for roads as required by Proffered Condition 7. Such dedications will generally be made at such time as is consistent with the Developer’s phased development and construction of infrastructure serving the Property as provided below.

Unless the County desires to accelerate the schedule provided below for Tracts 9A and 9B, infrastructure shall be brought by the Developer to the property lines of Tracts 9A, 9B, 11A and 11B. For Tract 9B, the Developer will construct on-site roads and those off-site roads required by the Study to access the high school site by the later of the opening of the proposed high school or 2015 and shall construct public water and wastewater systems (“public utilities”) to serve the site by the later of six (6) months prior to the opening of the proposed high school or 2015. Similarly, for Tract 9A, the Developer will construct on-site roads and those off-site roads required by the Study to access the elementary school site by the later of the opening of the proposed elementary school or 2014 and shall construct public utilities to serve the site by the later of

six (6) months prior to the opening of the proposed elementary school or 2014. Any time beginning in 2013, within sixty (60) days of 1) a written request by the County and 2) approval of any required permits for the construction access and public water, the Developer shall dedicate the land for the high school and elementary school sites (Tracts 9A and 9B) and shall provide public water adequate for construction purposes and an approved construction access to both sites. Should the County desire to accelerate access roads and public utilities to facilitate the County's schedule, the Developer is not obligated to accelerate its phasing and the County has the option to construct public utilities and access roads in accordance with Exhibit A at the County's expense. Subject to the foregoing contingencies, in no event shall the land dedications be made later than January 1, 2015 unless such date is mutually extended. (B&M, SA, P and T)

(STAFF/CPC)

5. Unit Cap.

- A. Uses A through H as described in the Textual Statement, including "accessory dwelling units" as defined therein, shall not exceed a total of 4,988 dwelling units in the aggregate, with separate density caps as follows:
- (1) The total number of dwelling units, as described in the Textual Statement, will not exceed a total of 4,456 dwelling units in the aggregate in the R-12 portions of the Property.
 - (2) The total number of dwelling units, excluding Use H (Assisted Living Community) as described in the Textual Statement, will not exceed 100 dwelling units, in the aggregate, on Tract 6.
 - (3) The total number of dwelling units as described in the Textual Statement will not exceed a total of 532 dwelling units in the aggregate in the C-4 portions of the Property.
 - (4) Use E (Multifamily Community) as described in the Textual Statement, unless organized as a for sale condominium as defined by and subject to the Virginia Condominium Act,, will not exceed a total of 600 dwelling units for the R-12 portion of the Property.

- (5) Use E. (Multifamily Community) as described in the Textual Statement, unless organized as a for sale condominium as defined by and subject to the Virginia Condominium Act, will not exceed a total of 308 dwelling units for the C-4 portion of the Property.

B. Additional Limits on Use H:

- (1) Use H (Assisted Living Community) as described in the Textual Statement will not exceed 200 units for the R-12 Portion of the Property.
- (2) Use H (Assisted Living Community) as described in the Textual Statement will not exceed 100 units for the C-4 portion of the Property.

C. Commercial Limits and Guarantees

- (1) A maximum of 70,000 gross square feet of Use I (Town Center Commercial) is permitted in the R-12 portion of the Property in Tract 6.
- (2) Prior to recordation or site plan approval for a cumulative of more than 2,200 dwelling units, a land disturbance permit shall have been issued and work begun in accordance therewith on a minimum of 15,000 gross square feet of Use I (Town Center Commercial) in Tract 6.
- (3) For Use I (Town Center Commercial) in Tract 6, each individual business shall be limited to a maximum of 5,000 gross square feet except that two (2) businesses shall be permitted a maximum of 15,000 gross square feet and one (1) business shall be permitted a maximum of 30,000 gross square feet.
- (4) A land disturbance permit shall have been issued and work begun in accordance therewith on a minimum of 50,000 gross square feet of nonresidential space in Tract 10 prior to the commencement of land disturbance for any residential dwelling units in Tract 10, excluding Use G (Town Center Residential) and Use H (Assisted Living Community). (P)

(STAFF/CPC)

6. Maximum Density.

The maximum density of this development is 2,449 single-family units, 1,331 townhouse/condominium units, 908 apartments, 300 Assisted Living Community Units, 470,000 square feet of shopping center, 950 student elementary school, 1,750 student high school, 25,000 square feet of recreation center, and 371 acres of community parks (other than County parks) or different density for permitted uses, as approved by the Transportation Department, provided the different density results in an equal or fewer number of total trips in both the AM and PM peak hours as reflected in the Traffic Impact Study (the "Study") for Branner Station Development, Chesterfield County, Virginia, prepared by Wilbur Smith Associates dated March 7, 2006; with addenda 1 and 2 prepared by Wilbur Smith Associates dated June 20, 2006 and September 12, 2006 respectively; and Addenda 3 and 4 prepared by T3 Design dated November 28, 2006 and March 8, 2007, respectively, including revised Figure 4 dated June 20, 2007. (T)

(STAFF/CPC)

7. Right of Way Dedications.

A. In conjunction with recordation of the initial subdivision plat, prior to any site plan approval, or within sixty (60) days from the date of a written request by the Transportation Department, whichever occurs first, the following rights-of-way, as identified on the Thoroughfare Plan which was adopted by the Board of Supervisors, shall be dedicated, free and unrestricted, to and for the benefit of Chesterfield County. The exact location of these rights-of-way shall be approved by the Transportation Department:

1. Forty-five (45) feet of right-of-way on the south side of Bradley Bridge Road, measured from a revised centerline, based on VDOT Urban Minor Arterial (50 MPH) standards with modifications approved by the Transportation Department, of that part of Bradley Bridge Road immediately adjacent to the Property.
2. Forty-five (45) feet of right-of-way on the west side of Branders Bridge Road, measured from a revised centerline, based on VDOT Urban Minor Arterial (50 MPH) standards with modifications approved by the Transportation Department, of that part of Branders Bridge Road immediately adjacent to the Property.

3. A ninety (90) foot wide right-of-way, based on VDOT Urban Minor Arterial (50 MPH) standards with modifications approved by the Transportation Department, for a north/south major arterial (the “North/South Parkway”) from Branders Bridge Road at the northern Property line, through the Property to the East/West Freeway.
4. A ninety (90) foot wide right-of-way, based on VDOT Urban Minor Arterial (50 MPH) standards with modifications approved by the Transportation Department, for an east/west major arterial (“Happy Hill Road Extended”) from the eastern Property line, through the Property to the western Property line.
5. A two hundred (200) foot wide right-of-way, based on VDOT Rural Principal Arterial (60 MPH) standards with modifications approved by the Transportation Department, for an east/west limited access facility (the “East/West Freeway”) through the southern part of the Property from the western Property line to Branders Bridge Road.
6. A variable width right-of-way for a limited access interchange for the East/West Freeway with the North/South Parkway, totaling approximately sixty-two and eight tenths (62.8) acres as generally depicted in Exhibit C.
7. A backwater easement, not to exceed 11.5 acres, on the west side of Branders Bridge Road, generally located approximately 1,350 feet south of the Happy Hill Road Connection. The exact location and size of the easement shall be approved by the Transportation Department. (T)

(STAFF/CPC)

8. Access

Vehicular access for the Property shall be as described below, and as generally shown on the Master Plan. Any modification to the accesses described below and the exact location and type of all accesses shall be approved by the Transportation Department.

- A. Prior to any tentative subdivision approval or site plan approval, whichever occurs first, an access plan for the North/South Parkway and Happy Hill Road Extended shall be submitted to and approved by the Transportation Department. Vehicular access from the Property to these roads shall conform to the approved access plan.
- B. Direct vehicular access from the Property to Bradley Bridge Road shall be limited to one (1) public road intersection. The exact location of this access shall be approved by the Transportation Department.
- C. Direct vehicular access from the Property to Branders Bridge Road shall be limited to six (6) public road intersections, excluding the North/South Parkway, the East/West Freeway and Happy Hill Road Connection. The exact location of these accesses shall be approved by the Transportation Department.
- D. Direct vehicular access from the Property to the East/West Freeway shall be limited to one (1) entrance/exit to serve Tract 10, excluding the intersections of the North/South Parkway and Branders Bridge Road. The exact location of this access shall be approved by the Transportation Department.
- E. No direct vehicular access shall be provided from the Property to Glebe Point Road or Skybird Road in the Glebe Point Subdivision. (T)

(STAFF/CPC)

9. Public Roads.

In all tracts with residential uses, excluding Use Type E (Multifamily Community) if located within multi-story structures and Use Type G and Use Type H (Assisted Living Community provided units are not for sale) as described in the Textual Statement, all roads that accommodate general traffic circulation through the development, as determined by the Transportation Department, shall be designed and constructed to VDOT standards and taken into the State System. (T)

(STAFF/CPC)

10. Transportation Improvements.

To provide an adequate roadway system, the Developer shall be responsible for the following. The exact design and length of these improvements shall be approved by the Transportation Department. Alternative road improvements, as requested by the

Developer and approved by the Transportation Department and that provide acceptable levels of service as determined by the Transportation Department, may be substituted for the road improvements identified in this Proffered Condition:

- A. Construction of additional pavement along Bradley Bridge Road at the approved public road intersection to provide left and right turn lanes.
- B. Construction of additional pavement along Branders Bridge Road at each approved public road intersection including at the North/South Parkway and at the East/West Freeway to provide left and right turn lanes.
- C. Widening/improving the south side of Bradley Bridge Road for the entire Property frontage to an eleven (11) foot wide travel lane, measured from the existing centerline of the road, with an additional one (1) foot wide paved shoulder plus a seven (7) foot wide unpaved shoulder, and overlaying the full width of the road with one and one half (1.5) inches of compacted bituminous asphalt concrete to the extent that such overlay does not exceed \$45,000 per mile, adjusted upward based on an increase in the Marshall and Swift Building Cost Index between July 1, 2006 and the fiscal year in which the improvement is made, with modifications approved by the Transportation Department.
- D. Widening/improving the west side of Branders Bridge Road for the entire Property frontage to an eleven (11) foot wide travel lane, measured from the existing centerline of the road, with an additional one (1) foot wide paved shoulder plus a seven (7) foot wide unpaved shoulder, and overlaying the full width of the road with one and one half (1.5) inches of compacted bituminous asphalt concrete to the extent that such overlay does not exceed \$45,000 per mile, adjusted upward based on an increase in the Marshall and Swift Building Cost Index between July 1, 2006 and the fiscal year in which the improvement is made, with modifications approved by the Transportation Department.
- E. Construction of a two-lane road for Happy Hill Road Extended based on VDOT Urban Minor Arterial (50 MPH) standards with modifications approved by the Transportation Department, from the eastern Property line, through the Property to the western Property line.

- F. Construction of a four-lane divided road for the North/South Parkway, based on VDOT Urban Minor Arterial (50 MPH) standards with modifications approved by the Transportation Department, from Branders Bridge Road at the northern Property line, through the Property to the East/West Freeway.
- G. Construction of a two-lane road for an east/west limited access facility based on VDOT Rural Principal Arterial (60 MPH) standards with modifications approved by the Transportation Department, for the East/West Freeway through the southern part of the Property from the North/South Parkway to Branders Bridge Road.
- H. Construction of additional pavement along the North/South Parkway, along Happy Hill Road Extended and along the East/West Freeway at each approved access to provide left and right turn lanes, based on Transportation Department standards.
- I. Full cost of traffic signalization, including turn lanes at locations specified in the Study along Bradley Bridge Road, along Branders Bridge Road, along the North/South Parkway, along Happy Hill Road Extended and along the East/West Freeway at each approved access, if warranted as determined by the Transportation Department and as indicated in the Study.
- J. Construction of a two-lane road for an east/west major arterial ("Happy Hill Road Connection"), based on VDOT Urban Minor Arterial (50 MPH) standards with modifications approved by the Transportation Department, including turn lanes and a traffic signal as required by the Transportation Department and as indicated in the Study, from the eastern Property line, to Branders Bridge Road at the Happy Hill Road intersection.
- K. Reconstruction as a two-lane road of Happy Hill Road, based on VDOT Urban Minor Arterial (50 MPH) standards with modifications approved by the Transportation Department, including turn lanes and traffic signal modification as required by the Transportation Department and as indicated in the Study, from the Old Happy Hill Road intersection to Harrowgate Road.
- L. Construction of a four-lane divided road for a north/south arterial ("North/South Parkway Extended"), based on

VDOT Urban Minor Arterial (50 MPH) standards with modifications approved by the Transportation Department, including turn lanes and traffic signals as required by the Transportation Department and as indicated in the Study, from Branders Bridge Road at the North/South Parkway intersection to existing Iron Bridge Road (Route 10).

- M. Construction of a four-lane divided road for a north/south arterial (" North/South Parkway Extended"), based on VDOT Urban Minor Arterial (50 MPH) standards with modifications approved by the Transportation Department, including turn lanes and traffic signals as required by the Transportation Department and as indicated in the Study, from Route 10 at the North/South Parkway Extended intersection to existing Chester Road.
- N. Construction of an additional two (2) lanes along existing Chester Road to provide a four-lane divided road, based on VDOT Urban Minor Arterial (50 MPH) standards with modifications approved by the Transportation Department, and turn lanes as required by the Transportation Department and as indicated in the Study from its intersection with North/South Parkway Extended extending north to the existing four (4) lanes of Chester Road.
- O. Construction of a two-lane road for an east/west limited access facility (the "East/West Freeway Extended") based on VDOT Rural Principal Arterial (60 MPH) standards with modifications approved by the Transportation Department, including turn lanes and traffic signals or traffic signal modifications as required by the Transportation Department and as indicated in the Study, from Branders Bridge Road to Jefferson Davis Highway (Route 1/301) at the Ruffin Mill Road intersection.
- P. Construction of the intersection improvements, including adequate storage and receiving lanes as determined by the Transportation Department, as shown on Figure 4 in the Study Addenda 4 prepared by T3 Design dated June 20, 2007.
- Q. Dedication to Chesterfield County, free and unrestricted, of any additional right-of-way (or easements) required for the improvements identified above. In the event the Developer is unable to acquire the "off-site" right-of-way that is necessary for the road improvements described in Proffered

Conditions 10. A. through O. above, the Developer may request, in writing, that the county acquire such right-of-way as a public road improvement and the Transportation Department will present and support the request to the Board of Supervisors if the Transportation Department determines that the request is consistent with the Thoroughfare Plan. All reasonable costs associated with the acquisition of the right-of-way shall be borne by the Developer pursuant to a separate contract on the Utilities Department standard form currently titled "Contract for Payment of Easements and Right of Way Acquisition Costs" between the Developer and the County for the payment of right of way acquisition costs. In the event the county fails to assist the Developer in acquisition of the "off-site" right-of-way, the Developer shall be relieved of the obligation to acquire the "off-site" right-of-way and shall provide the road improvements within available right-of-way as determined by the Transportation Department, and the road improvements provided within available right-of-way shall be deemed to satisfy the requirement in the approved phasing plan as identified in Proffered Condition 11. (T)

- R. To the extent certain road improvements required herein are financed through a Community Development Authority or other funding mechanism approved by the Board of Supervisors and are constructed within the time frames identified herein, the requirements contained herein for the specific road improvements that are the subject of the approved funding mechanism shall be deemed satisfied. (T)
- S. Should Chesterfield County impose impact fees at any time during the life of the development that are applicable to the Property, the value of the road improvements provided hereunder in Proffered Condition 10 shall be in lieu of or credited toward, but not in addition to, any impact fees, in a manner as determined by the County. (B&M)

(STAFF/CPC)

11. Residential Phasing Plan.

Prior to any construction plan approval or site plan approval, whichever occurs first, a phasing plan for the required road improvements as identified in Proffered Condition 10 A. through P., shall be submitted to and approved by the Transportation Department. Unless otherwise mutually agreed upon by the Transportation Department and the Developer, the approved phasing plan shall require, among other things, that:

A. Phase I on Exhibit A

Prior to release of the first building permit, two (2) lanes of the four (4) lane divided North/South Parkway Extended including turn lanes and traffic signals if warranted as determined by the Transportation Department as described in Proffered Condition 10. L., from Branders Bridge Road at the North/South Parkway intersection to existing Iron Bridge Road (Route 10), Happy Hill Road Connection as described in Proffered Condition 10. J., and the reconstruction of Happy Hill Road as described in Proffered Condition 10.K. shall be completed, as determined by the Transportation Department. In addition, the Board of Supervisors shall approve the specific location for the East/West Freeway Extended as described in Proffered Condition 10.O. from Branders Bridge Road to Route 1/301.

B. Phase II on Exhibit A

Prior to recordation or site plan approval for a cumulative of more than 600 residential units, two (2) lanes of the four (4) lanes of North/South Parkway Extended including turn lanes and traffic signals if warranted as determined by the Transportation Department as described in Proffered Condition 10. M. from Route 10 to existing Chester Road shall be completed as determined by the Transportation Department.

C. Phase III on Exhibit A

Prior to recordation or site plan approval for a cumulative of more than 1,800 residential units, two (2) lanes of the East/West Freeway Extended including turn lanes and traffic signals if warranted as determined by the Transportation Department as described in Proffered Condition 10.O. from Harrowgate Road to Route 1/301 shall be completed as determined by the Transportation Department.

D. Phase IV on Exhibit A

Prior to recordation or site plan approval for a cumulative of more than 2,500 residential units, two (2) lanes of the East/West Freeway Extended including turn lanes and traffic signals if warranted as determined by the

Transportation Department and as indicated in the Study, as described in Proffered Condition 10.O. from Branders Bridge Road to Harrowgate Road, four-lane divided road for the North/South Parkway from Branders Bridge Road to the East/West Freeway as described in Proffered Condition 10.F., two-lane road for the East/West Freeway from the North/South Parkway to Branders Bridge Road as described in Proffered Condition 10.G., and two (2) additional lanes for existing Chester Road to provide a four-lane divided road as described in Proffered Condition 10.N. shall be completed as determined by the Transportation Department.

E. Phase V on Exhibit A

Prior to recordation or site plan approval for a cumulative of more than 3,250 residential units, two (2) additional lanes of North/South Parkway Extended which provides for a four-lane divided road, including turn lanes and traffic signals if warranted as determined by the Transportation Department as described in Proffered Condition 10. M. from Route 10 to existing Chester Road shall be completed as determined by the Transportation Department.

F. Phase VI on Exhibit A

Prior to recordation or site plan approval for a cumulative of more than 4,000 residential units, two (2) additional lanes of North/South Parkway Extended which provides for a four-lane divided road, including turn lanes and traffic signals if warranted as determined by the Transportation Department as described in Proffered Condition 10.L. from Branders Bridge Road to existing Iron Bridge Road (Route 10) shall be completed as determined by the Transportation Department.

G. In conjunction with any development that includes direct vehicular access to Bradley Bridge Road as described in Proffered Condition 8. B., the road improvements along Bradley Bridge Road, as identified in Proffered Condition 10. C. shall be completed as determined by the Transportation Department.

H. In conjunction with any development that includes direct vehicular access to Branders Bridge Road, other than the North/South Parkway, the Happy Hill Road Connection

and the northernmost public road intersection as shown on the Master Plan as described in Proffered Condition 8. C., the road improvements along Branders Bridge Road, as identified in Proffered Condition 10. D. shall be completed as determined by the Transportation Department. (T)

(STAFF/CPC)

12. Non-residential Phasing Plan.

Prior to any site plan approval, phasing plan for the required road improvements as identified in Proffered Condition 10 A. through P., shall be submitted to and approved by the Transportation Department. Unless otherwise mutually agreed upon by the Transportation Department and the Developer, the approved phasing plan shall require, among other things, that:

- A. Prior to issuance of a building permit for any non-residential development, the required road improvements in Phase I of the Residential Phasing Plan as identified in Proffered Condition 11.A. shall be completed, as determined by the Transportation Department.
- B. Prior to: 1) issuance of building permit(s) for more than a cumulative total of 25,000 square feet of recreation center(s); or 2) issuance of a building permit(s) for more than 200 Assisted Living Community Units, the required road improvements in Phases I and II of the Residential Phasing Plan as described in Proffered Conditions 11.A. and B. shall be completed, as determined by the Transportation Department.
- C. Prior to issuance of a building permit for an elementary school, the required road improvements in Phases I through III of the Residential Phasing Plan as identified in Proffered Conditions 11.A. through C. shall be completed, as determined by the Transportation Department.
- D. Prior to issuance of a building permit for a high school, the required road improvements in Phases I through IV of the Residential Phasing Plan as identified in Proffered Conditions 11.A. through D. shall be completed, as determined by the Transportation Department.
- E. Prior to issuance of a building permit for more than a cumulative total of 70,000 square feet of office/retail the required road improvements required in Phases I through VI of the Residential Phasing Plan as described in Proffered Conditions 11.A. through F. above shall be

completed as determined by the Transportation Department. (T)

(STAFF/CPC)

13. Phasing Revisions.

The estimated cost of the “off-site” road improvements for each phase of development as detailed in Proffered Conditions 11 and 12, is identified on Exhibit B. The phasing required for these off-site road improvements as described in Proffered Conditions 11. and 12. may be revised by the Transportation Department if actual traffic impacts differ significantly from the assumptions in the Study, as determined by the Transportation Department. However, in no case shall the cost of the revised off-site road improvements for each phase of the development exceed the estimated costs of the phased road improvements as indicated on Exhibit B. (T)

14. Contribution.

The Developer shall pay (the “Payment”) to Chesterfield County schools 25% of the cost difference between \$15,600 times 4,988 dwelling lots/units (the “Contribution”) and the actual cost incurred by the Developer for the cost of the improvements described in Proffered Conditions 10.J., K., L., M., N., O., and P. (the “Improvements”), provided the actual cost of the Improvements is less than the Contribution. If the Payment is paid after June 30, 2007, the amount paid shall be adjusted upward by any Board of Supervisors’ approved increase in the Marshall and Swift Building Cost Index between July 1, 2006 and July 1 of the fiscal year in which the Payment is made.

The Payment shall be made within 60 days after the completion of the Improvements and submission by the Developer of all supporting documentation for the cost of the Improvements to the Chesterfield County Department of Budget & Management. For purposes of this proffer, the cost to construct the Improvements shall include, but not be limited to, the reasonable cost of right-of-way acquisition, engineering, relocating utilities, signalization and other traffic control devices and actual costs of construction of roads, and turn lanes (including labor, materials, interest on borrowed funds and overhead). (B&M, T and SA)

15. Master Road Plan.

The Master Plan shall be considered the Master Road Plan. Approval of the Plan by the County does not imply that the County gives final approval for any particular road alignment or section. (T)

16. Environmental Engineering Study.

A. Western Drainage Area

The Developer will perform an off-site drainage study for that property that drains to the west through Glebe Point and will analyze the pipes under any state roads and any floodplains that have been recorded in the sections of Glebe Point. If any of the floodplains that are currently recorded or the pipes under any state road exceed current VDOT standards for secondary roads then the developer will retain water on-site and release such that the 100 year floodplains in Glebe Point are not affected and that the existing pipes meet current VDOT criteria.

B. Eastern Drainage Area

For all those portions of Branner Station that drain to the east under Branders Bridge Road, the developer will perform a drainage study through the existing subdivisions for all outfalls and based on the studies the Developer will retain and release water on-site or increase the pipes under Branders Bridge Road to meet current VDOT criteria without increasing any of the recorded floodplains in the subdivisions east of Branders Bridge Road. (EE)

17. Silt Basins.

All silt basins in the southern one-third and western one-third portions of the Property shall be sized with a twenty-five percent (25%) increased volume per acre for disturbed areas, with undisturbed areas sized to the required volume per acre based on the requirements of the current Virginia Erosion and Sediment Control Handbook. (EE)

GENERAL INFORMATION

Location:

South line of Bradley Bridge Road and the west line of Branders Bridge Road. Tax IDs 780-644-8171; 781-637-Part of 6541; 781-639-3251; 781-641-6250; 783-635-0505; and 784-641-6810.

Existing Zoning:

A

Size:

1614.5 acres

Existing Land Use:

Vacant

Adjacent Zoning and Land Use:

North and South - A; Single family residential or vacant
East - R-15, R-12 & A; Single family residential or vacant
West - R-88, R-15 and A; Single family residential or vacant

UTILITIES

Public Water System:

There is an existing thirty (30) inch transmission main at the intersection of Bradley Bridge Road and Lewis Road, approximately 2,400 feet west of the request site; a sixteen (16) inch water line along Branders Bridge Road between the new Happy Hill Road and Baltustrol Avenue (Stoney Glenn Subdivision); a sixteen (16) inch water line along Bradley Bridge Road; and sixteen (16) inch water line in Glebe Point Road, approximately 1,550 feet west of the request site. The use of the public water system is required by County Code.

The proposed “Branner Station” development lies between the Courthouse and Chester Pressure Zones. The on-site water distribution system will need to incorporate an interconnection between these two (2) pressure zones. In addition, Pressure Regulating and/or Flow Control Valve(s) will be required for future operations of the public water system to provide the ability of the Courthouse zone to supplement the Chester zone during periods of high demand (Proffered Condition 3.a.ii). The developer will be required to perform a thorough analysis of the future water system for the development to determine the future pressure zone boundary line (Proffered Condition 3.a.vi). This must be submitted with the required Overall Water/Wastewater System Plan.

Public Wastewater System:

The proposed “Branner Station” development lies within both the Timsberry Creek and Swift Creek drainage basins. There is an existing eighteen (18) inch wastewater line located approximately 380 feet from the request site, within the Lippingham (Stoney Glen) Subdivision. With construction of the “Timsberry Pointe” Subdivision (adjacent to Stoney Glen), a twelve (12) inch wastewater line will be extended to within 150 feet of Branders Bridge Road. The existing and proposed wastewater lines were designed anticipating a residential development density of ten (10) persons per acre, which equates to a potential flow of 1000 gallons per day (average) per acre. The use of the public wastewater system is required by County Code. The developer will construct off-site extensions from the Timsberry Creek wastewater trunk. (Proffered Condition 3.a.iii)

That portion of the development within the Lower Swift Creek drainage basin is anticipated to be served by a public wastewater pumping station and force main to be constructed by the developer. An above ground utility structure will be a permitted use under the requested zoning and Conditional Use Planned Development. The pumping station is identified in the County’s Water and Wastewater Facilities Plan as needed to serve a large area depicted as future “Regional Mixed-Use” in the Southern and Western Area Land Use Plan. The

pumping station will discharge flows into the existing Timsberry Creek system, at a point near the existing Timsberry Creek Wastewater Pumping Station which is located east of Jefferson Davis Highway, adjacent to the Millside Subdivision. The exact discharge point must be approved by the Utilities Department. The force main could be 28,000 feet or more in length, and the pumping station structure would need to be constructed for ultimate build-out of the service area. A map of the pump station service area and for the force main route must be submitted with the required Overall Water/Wastewater System Plan for the development (Proffered Condition 3.a.iv and v). The pumps initially installed would be sized for future flows to be generated by the proposed development. Parties that later develop the adjacent "Regional Mixed-Use" area will be required to install larger pumps to accommodate additional wastewater flows. The developer of "Branner Station" will be required to submit an engineering study showing that the site proposed for the pump station will serve the intended area (Proffered Condition 3.a.vi). This must be submitted with the required Overall Water/Wastewater System Plan for the development. Should a pump station location within the request site not be acceptable to the County, the developer will acquire land off-site to accommodate the pump station and an access road at a location acceptable to the County, obtain the necessary zoning and Substantial Accord Determination, and dedicate that land to the County. (Proffered Condition 3.c.)

ENVIRONMENTAL

Drainage and Erosion:

The subject property drains in three (3) directions. Each of the three (3) directions constitutes approximately one third of the property being requested for rezoning.

Southern One Third of the Property: The southern one third of the property drains to the south to a tributary that drains directly into Swift Creek. There are no known on- or off-site drainage or erosion problems in this one third of the property.

Western One Third of the Property: The western one third of the property drains to the southwest through two tributaries. The two tributaries pass through sections of Glebe Point Subdivision prior to reaching Swift Creek. There are currently no known on- or off-site erosion problems at this time. But due to the age of Glebe Point Subdivision (recorded prior to the adoption of the Floodplain Ordinance in 1983) and the assumptions made for the portion of the proposed development that will drain in that direction, the developer should analyze the pipes under any state roads and any floodplains and if Glebe Point is affected, the developer should agree to retain water on site such that the existing pipes under any roads and the recorded floodplains in Glebe Point remain the same. Proffered Condition 16.A. provides that the developer will perform this analysis and will retain water on-site so that the floodplains and culverts in Glebe Point are not affected.

Northeastern One Third Drainage Area: The third drainage area drains to the east under Branders Bridge Road in three (3) locations to Timsberry Creek. In all instances, the floodplains downstream were calculated on this one third of the request property being

developed as single family residential. The culverts under Branders Bridge Road in at least two of the three locations appear to be inadequate. To address this concern, the developer has proffered to retain and release water on-site in combination with increasing the pipes if necessary under Branders Bridge Road to meet current VDOT standards for secondary roads and has agreed to analyze the existing off site floodplains such that the recorded 100 year floodplains are not increased (Proffered Condition 16.B.).

Overall: Downstream of the proposed project is a large amenity lake on Swift Creek in Colonial Heights. This lake could receive additional siltation from the southern and western two-thirds of the development during construction due to the steep terrain. To help maximize the efficiency of erosion control measures on-site, the developer has proffered to design all sediment basins larger than the state minimum. (Proffered Condition 17)

The subject property is heavily wooded and, as such, should not be timbered without obtaining a land disturbance permit from the Department of Environmental Engineering and the appropriate devices installed. (Proffered Condition 2)

Water Quality:

As previously noted, the southern one third of the property drains to the south to a tributary that drains directly into Swift Creek. This tributary forms the entire southeast property line of the site. This tributary is a perennial stream and, as such, is subject to a 100 foot conservation area inside of which uses are very limited.

PUBLIC FACILITIES

The need for fire, school, library, park and transportation facilities is identified in the Public Facilities Plan, the Thoroughfare Plan and the Capital Improvement Program and further detailed by specific departments in the applicable sections herein.

Fire Service:

The Public Facilities Plan indicates that fire and emergency medical service (EMS) calls are expected to increase forty-four (44) to seventy-eight (78) percent after 2022. Six (6) new fire/rescue stations are recommended for construction by 2022 in the Plan. One of these new sites is suggested in the area of the request property after 2022. In addition to the six (6) new stations, the Plan also recommends the expansion of five (5) existing stations. Based on 4,988 dwelling units, this request will generate approximately 1,457 calls for fire and emergency medical service each year. The applicant has not offered measures to address the impact on fire and EMS.

The Fire Department does not support the waiver to street connectivity requirements to Glebe Point and Skybird Roads. Having interconnectivity should improve public safety response time to residents by providing multiple means of access.

The Chester Fire Station, Number 1 and Bensley Bermuda Volunteer Rescue Squad currently provide fire protection and emergency medical service. When the property is developed, the number of hydrants, quantity of water needed for fire protection, and access requirements will be evaluated during the plans review process.

Schools:

Approximately 2,644 students, (Elementary: 1,147, Middle: 649, and High: 848), will be generated by this development. Currently, this site lies in the Harrowgate Elementary School attendance zone: capacity - 535, enrollment - 689; Matoaca Middle School zone: capacity - 1,415, enrollment - 1,058; and Matoaca High School zone: capacity - 1,594, enrollment - 1,681. The enrollment is based on September 29, 2006 and the capacity is as of 2006-2007. This request will have a significant impact at the elementary and secondary school level. There are currently seventeen (17) trailers at Harrowgate Elementary and four (4) at Matoaca Middle.

The new Elizabeth N. Scott Elementary School is scheduled to open this fall. This will provide relief for Enon, Marguerite Christian, Harrowgate, Wells and Curtis Elementary Schools. This area of the county continues to experience growth and this school will provide much needed space.

This case, combined with other tentative residential developments and zoning cases in the zones, would have a major impact on schools in this area of the county at both the elementary and secondary levels. This case could necessitate some form of relief in the future.

The applicant has proffered two (2) school sites, an elementary and a high school site. The elementary school site consisting of thirty-two (32) usable acres is adequate to accommodate an elementary school. The proposed high school site of seventy-five (75) usable acres is adequate to accommodate a high school. The timing of land dedications and construction of roads and public utilities to these sites is acceptable. In the event a decision is made to develop the sites faster than anticipated in the CIP, the cost of roads and public utilities would be the responsibility of the County.

Libraries:

Consistent with the Board of Supervisors' policy, the impact of development on library services is assessed countywide. Based on projected population growth, the Chesterfield County Public Facilities Plan (2004) identifies a need for additional library space throughout the county. Development of property in this area of the county would most likely affect the existing Central Library, Chester Library or Ettrick-Matoaca Library. The 2004 Public Facilities Plan identifies a need to expand the Chester and Ettrick-Matoaca libraries and also identifies a need for a new library site to be located in the southeastern part of the County to accommodate growth beyond 2022. The applicant has not offered measures to assist with addressing the impact of this development on library facilities.

Parks and Recreation:

The proposal does not fully address impacts of the proposed development on Parks and Recreation.

The Public Facilities Plan identifies a deficiency of parkland in all three (3) categories of regional, community and neighborhood parks. Resource based, special purpose parks do not have a land target, but are selected and developed based on the unique environmental, historical, or cultural resources. The Plan identifies a regional park, 100-500 acres in size and a community park, 20-99 acres in size in this area of the County. The Southern and Western Plan identifies the need for 165 acres of regional parkland in the planning area.

The Public Facilities Plan identifies the need for additional sports fields, court games, picnic areas, playgrounds, and walking trails. Typically, the department desires to co-locate playing fields with elementary and middle schools.

Trail systems are desired along Swift Creek and its major tributaries and to connect these main trails to schools, libraries, and other destination points, such as residential neighborhoods, retail areas, commercial areas and other parks. The Plan specifically identifies the continuation of the Chester Linear Trail, south along the routes of the abandoned railroad corridor to utilize the prepared grade. The Southern and Western Plan identifies the need for public access to Swift Creek and its tributaries and the need for walking trails and linear parks along the rivers and streams within the planning area.

The applicant proposes land dedication to the County, but does not specifically identify land dedicated for park use, such that the impact for specific park type acreage needs cannot be determined. The land dedication proposed for Tract 9 (two (2) parcels), does not qualify as resource-based special purpose parks. Tract 11 can be identified as environmental resource-based special purpose park (stream corridor linear park) and does satisfy the Plan's need. The acreage associated with this dedication does not count towards the needed acreage for regional and community park types. The case also proposes private neighborhood parks which will assist in meeting the needs for neighborhood type park development desired by the department.

As the case does not specifically dedicate land, in acreage or location, for parks, the impact for specific facility development (sports fields, court games, picnic areas, etc.) cannot be determined.

The proposal does satisfy stream corridor trail development/public access along the eastern tributary of Swift Creek (southern edge of case property), internal trail systems and connections to destination points within the development and north/south trail development along the proposed parkway. The proposed parkway route does not follow the Chester Linear Park proposed corridor. It is suggested that the abandoned railroad corridor be used for internal trail systems as it ties residential tracts and Town Hall with the large public Tract 9 in the south. No public access or land dedication is shown for

Swift Creek. A connection with the regional mixed use Tract 10 is suggested for the Parkway Trails system and to tie to Swift creek and its tributaries.

Transportation:

This development proposal will generate approximately 66,800 average daily trips (ADT), including 4,700 vehicles per hour (VPH) during the morning peak hour and 6,500 VPH during the evening peak hour. The proposed residential development (4,988 units) is larger than any of the county's existing developments, such as Brandermill (3,920 units) and Woodlake (2,724 units), and is almost five times the size of Rivers Bend (1,037 units), the largest residential development in this area. The proposed commercial development (470,000 square feet of shopping center) is approximately one and a half times larger than the existing Ironbridge Plaza Shopping Center (approximately 320,000 square feet) located at the intersection of Route 10 and Chalkley Road and anchored by Wal-Mart.

The property, approximately 1,615 acres, is currently zoned Agricultural (A), and the applicant is requesting rezoning to Residential (R-12) on approximately 1,446 acres and Regional Business (C-4) on approximately 169 acres. The applicant proposes to develop:

2,449 single-family units
1,331 townhouse/condominium units
908 apartments
300 assisted living community units
470,000 square feet of shopping center
950-student elementary school
1,750-student high school
25,000 square feet of recreation center, and
371 acres of community parks.

The applicant submitted a traffic study that satisfies the Transportation Department's requirements for an analysis of the site's traffic at build-out and at various stages of its development. The following off-site improvements have been proffered to mitigate the traffic impact of this request:

- 1) construction of four (4) lanes of a north/south major arterial from Branders Bridge Road to Chester Road (the "North/South Parkway Extended");
- 2) widening Chester Road from two (2) to four (4) lanes from its intersection with the North/South Parkway Extended, northward to the existing four (4) lane section of Chester Road; and
- 3) construction of a two-lane road for an east/west limited access facility from Branders Bridge Road to Jefferson Davis Highway (Route 1/301) at the Ruffin Mill Road intersection (the "East/West Freeway Extended");
- 4) construction of a two-lane east/west major arterial from the eastern property line to Branders Bridge Road at the Happy Hill Road intersection ("Happy Hill Road Connection");

- 5) reconstruction of Happy Hill Road as a two-lane road from the Old Happy Hill Road intersection to Harrowgate Road.

Exhibit B indicates the applicant's estimated cost of the off-site road improvements for each phase of development. The applicant has estimated that the total cost of the off-site road improvements is approximately \$72 million. Staff calculates the value of the off-site road improvements to be approximately \$128 million, based solely on a rough cost per mile calculation for typical VDOT projects. The actual cost of this construction cannot be determined until the work is complete and may be more or less than this estimated amount. However, based on the proffered conditions, the applicant is required to construct the off-site road improvements regardless of the cost.

The following on-site road improvements have been proffered:

- 1) construction of a four-lane divided major arterial from Branders Bridge Road at the northern property line, through the property to the East/West Freeway (the "North/South Parkway");
- 2) construction of a two-lane road for an east/west limited access facility through the southern part of the property from the North/South Parkway to Branders Bridge Road (the "East/West Freeway");
- 3) construction of a two-lane east/west major arterial through the property ("Happy Hill Road Extended") and
- 4) improving/overlaying the south side of Bradley Bridge Road and the west side of Branders Bridge Road for the entire property frontage.

The on and off-site improvements are consistent with the Thoroughfare Plan.

The applicant has proffered a phasing plan (Exhibit A) for the major on and off-site road improvements (Proffered Conditions 11 and 12). According to the phasing plan, the road improvements will be constructed in advance of the traffic impact generated by each phase of the development. The four lane north/south road from the property to Route 288 will be in place prior to 4,000 units being developed and the two lane east/west limited access road from the property to I-95 / Route 1 will be in place prior to 2,500 units being developed.

Proffered Condition 13 would allow the Transportation Department to revise the phasing of the off-site road improvements, if actual traffic patterns differ significantly from the assumptions in the traffic study. If a revised phasing is desired by Transportation, it will be limited to an equivalent improvement cost / approved unit as indicated in Exhibit B.

In order to construct many, if not all, of the off-site road improvements, a significant amount of right-of-way will need to be acquired, possibly including several residences. Proffered Condition 11.A, requires that prior to any development on the property the Board of Supervisors must approve the specific alignment for the new East/West Freeway. Customary preliminary engineering, environmental studies and public hearing(s) associated with typical public road projects are anticipated. According to

Proffered Condition 10.Q, the applicant may request the county to assist in acquiring the off-site rights-of-way. The acquisitions will be at developer expense. If the county chooses not to assist with the right-of-way acquisition, the developer will not be obligated under the proffer to acquire the off site right-of-way, and will only be obligated to construct road improvements within available right-of-way. The applicant will be allowed to proceed with development of the property without constructing the necessary road improvements. Without the road improvements, staff does not support the request. **Therefore, if the Board of Supervisors is not prepared to assist the applicant with acquiring the necessary right-of-way for these off-site road improvements, this rezoning request should be denied.**

A development of this magnitude will have significant traffic impacts beyond the immediate road network in the area. Additional growth anticipated in the area will also impact the road network. Route 10, from Chester to Route 288, is expected to carry between 29, 000 and 41,000 vehicles per day by the year 2025, nearly double the current volume, and will need to be widened to six lanes. Route 10 through Chester is expected to increase from 22,000 to 32,000 vehicles per day. No further improvements to Route 10 in Chester are planned. Harrowgate Road is expected to carry 18,000 vehicles per day, up from 11,000 vehicles per day, and will need to be widened to four lanes. Branders Bridge Road, south of the property, is expected to carry 13,000 vehicles per day, up from 2,000 vehicles per day. Lewis Road, from Route 10 to Bradley Bridge Road, is expected to carry 18,000 vehicles per day, up from 6,000 vehicles per day. The new east / west limited access road will need to be widened to four lanes in the future. No public funds have been identified for improvements to these roads nor was the developer asked to address these needs. The developer was requested, and has agreed to provide a four lane divided north south road from the property to Route 288 and has agreed to provide a new two lane limited access road from the property to I-95 / Route 1. These two major improvements to the area road network, along with the other proffered improvements, reasonably address the impact of this development. The Transportation Department supports the zoning request.

The Virginia Department of Transportation (VDOT) is in the process of implementing their new Chapter 527 regulations. The regulations require developers to submit traffic impact analyses to VDOT for their review and approval. The rezoning request was sent to VDOT for comment in March 2006. The county required traffic study was submitted to VDOT in March 2007. VDOT replied to the traffic study in May 2007, indicating the scope of the study should be increased to analyze additional locations such as the Interstate 95/Walthall interchange. VDOT has not provided comments on the zoning case. The Transportation Department is satisfied with the submitted traffic analysis. The developer will have to work with VDOT to satisfy their regulations.

Financial Impact on Capital Facilities:

		PER UNIT
Potential Number of New Dwelling Units	4,988*	1.00
Population Increase	13,567.36	2.72
Number of New Students		
Elementary	1,162.20	0.23
Middle	648.44	0.13
High	842.97	0.17
TOTAL	2,653.62	0.53
Net Cost for Schools	\$26,675,824	\$5,348
Net Cost for Parks	3,012,752	604
Net Cost for Libraries	1,740,812	349
Net Cost for Fire Stations	2,020,140	405
Average Net Cost for Roads	44,602,696	8,942
TOTAL NET COST	\$78,052,224	\$15,648

* Based on a proffered maximum number of allowable units inclusive of the assisted living units (Proffered Condition 5). The actual number of dwelling units and corresponding impact may vary.

As noted, this proposed development will have an impact on capital facilities. Staff has calculated the fiscal impact of every new dwelling unit on schools, roads, parks, libraries, and fire stations at \$15,648 per unit. The applicant has been advised that a maximum proffer of \$15,600 per unit would defray the cost of the capital facilities necessitated by this proposed development.

The applicant has offered a combination of road improvements, and dedications of land to assist in defraying the cost of this proposed zoning on such capital facilities (Proffered Conditions 4, 10 and 14). The road improvements, in combination with the property dedications, provided the developer satisfies the requirements for infrastructure serving Tracts 9A, 9B, 11A and 11B, meet the impact of this request on capital facilities in the aggregate. It is noted however, that the impact of this request on schools, parks, libraries and fire stations has not been mitigated as the value of the proffers is in large part directed to mitigate the transportation impacts.

The applicant has also proffered to dedicate a minimum of 141.5 acres in the aggregate for public purposes. Staff anticipates that Tract 9A in the center of the project would be used for an elementary school with expanded recreational facilities that will help to partially mitigate impacts of this development on park facilities. Staff anticipates that Tract 9B in the southern

portion of the property would be used for a high school. Staff anticipates that Tracts 11A and 11B would be used for park facilities, and possibly a utility pump station. The dedication of Tracts 11A and 11B and a portion of 9A help to partially mitigate the impact of this development on school and park facilities.

While the dedications offer a benefit to the county in helping to offset the impacts of this development, staff does have certain concerns relative to the provision of road and utility infrastructure that would serve the sites.

The proffered conditions could lead to the county providing required infrastructure improvements, both on and offsite, to serve the facilities if the county needs to develop these sites sooner than anticipated under the developer's schedule. Significant costs to provide road improvements both beyond and within the limits of the subject property, and utility infrastructure that would include water and wastewater lines and pump stations could become a county responsibility if the county schedule precedes the developer's schedule. Recognizing these concerns, currently, the capital improvement program does not plan funding in a time frame that would create such a scenario.

The proffers allow the county to share in any of the developer's road construction cost savings whereas the county will receive a payment equal to 25 percent of the difference between the cost of the Improvements and the Contribution provided the cost of the Improvements is less than the Contribution. This potential savings would be allocated to partially address the impact on school facilities. Staff believes that the likelihood of any cost savings reverting to the county is remote as costs are defined to include among other things, the cost of interest on borrowed funds. Interest costs are netted out of the county's maximum cash proffer calculation and therefore are not included in the \$15,600 maximum cash proffer.

In summary, the applicant has agreed to conditions that mitigate the impact of this development on roads, but fall short of mitigating the impact on schools, parks, libraries and fire stations in accordance with the Board of Supervisors' policy. The land dedications have the potential to help offset the impact of this development on school needs in particular, but do not fully offset the impact generated on schools. The school system finds the proffered conditions acceptable.

Note that circumstances relevant to this case, as presented by the applicant, have been reviewed and it has been determined that it is appropriate to accept the maximum cash proffer in this case. The Planning Commission and the Board of Supervisors, through their consideration of this request, may determine that there are unique circumstances relative to this case that may justify acceptance of proffers as submitted.

LAND USE

Comprehensive Plan:

Lies within the boundaries of the Southern and Western Area Plan which suggests the northern majority of the property is appropriate for residential use of 1.01 - 2.5 units per acre and the southern most portion of the property is designated as a Regional Mixed Use

Center incorporating major office, shopping center and multi-family development with a 300 acre industrial park site.

Area Development Trends:

Area properties to the north and south are zoned Agricultural (A) and are occupied by single family residential use on acreage parcels or are vacant. Properties to the east are zoned Residential (R-15 & R-12) and Agricultural (A) and are occupied by single family residential use on acreage parcels and within Stoney Glen South and Lippingham Subdivisions or are vacant. Properties to the west are zoned Residential (R-88 & R-15) and Agricultural (A) and are occupied by single family residential use on acreage parcels and within Glebe Point Subdivision or are vacant. It is anticipated that the surrounding area will continue to experience residential development with the potential for additional regional scale commercial uses to the south, as suggested by the Plan.

Site Design:

The 1614.5 acre request property is proposed for Residential (R-12) and Regional Commercial (C-4) zoning to be developed as a residential development on lots with varying sizes with supporting recreational, commercial and public/semi-public uses on the 1445.4 acre portion of the property proposed for R-12 zoning with a regional commercial node on the 169.1 acre portion of the property proposed for C-4 zoning. The development will have design features which include pedestrian access, street trees and open spaces, and also incorporating some aspects of traditional neighborhoods such as buildings and parking areas located close to roadways and alleys serving the rears of uses.

The property is divided into numerous development tracts. Uses will be located and developed as depicted on the Master Plan (Attachment), as described in the Textual Statement (Attachment) and the proffered conditions. The boundaries and sizes of tracts, including further divisions into Sub-tracts, may be modified so long as their relationship with each other and any adjacent properties is maintained. The location of uses within each Tract may be modified provided the transitions and separations between that Tract and adjacent Tracts as well as adjacent properties is maintained. (Textual Statement II.B. and C)

Unless specifically regulated by the Textual Statement, the development of all Tracts must comply with the requirements of the Zoning Ordinance for underlying Zoning District (Residential (R-12) District standards for the portion to be rezoned to R-12 and Emerging Growth District standards for Regional Business (C-4) uses on the portion of the property proposed for C-4 zoning. The purpose of the Emerging Growth District standards is to promote high quality, well-designed projects. Such standards address access, parking, landscaping, architectural treatment, setbacks, signs, utilities and screening.

Uses Permitted In All Tracts:

Passive and active recreational uses limited to facilities and uses that primarily serve the surrounding residential community would be permitted within all Tracts. The Textual Statement provides for setbacks, buffers and other restrictions to minimize the impact of such uses any adjoining existing or proposed residential development. Civic and social uses, temporary model homes located in modular office units and accessory uses, buildings and structures permitted in the Zoning Ordinance would also be permitted throughout the project subject to minimum standards established in the Textual Statement and in the Ordinance relative to these uses. (Textual Statement III.A.-C.)

Uses Permitted Within Certain Tracts:

Family day care homes, yards sales, home occupations, and other customary accessory uses, buildings and structures associated with residential uses would be permitted throughout the project where residential uses are permitted subject to minimum standards of the Zoning Ordinance and as outlined in the Textual Statement (Textual Statement IV.A. and B.). In addition, medical and dental laboratories in conjunction with medical or dental offices would be permitted. (Textual Statement IV.B.)

Second dwelling units, either within the same building as the principle dwelling or in a structure separated from the principle dwelling, would be permitted. The Textual Statement refers to these dwelling units as accessory dwelling units (ADUs) and provides standards for their location and development within the project (Textual Statement IV.B.1.a). Occupancy of the ADUs would not be limited to family members of the property owner as has typically been required for second dwellings.

Residential Density/Use Types and Minimum Lot Areas:

Proffered Condition 5 provides that a maximum of 4,988 dwelling units will be permitted yielding an overall density of approximately 3.08 dwelling units per acre. Other density caps offered would limit the total number and type of dwelling units permitted with certain areas of the development. Specifically, within the R-12 portion of the development, the total number of dwelling units would not exceed 4,456 yielding a density of 3.08 dwelling units per acre. The total number of dwelling units would not exceed 532 dwelling units within the C-4 portion of the development yielding a density of approximately 3.14 dwelling units per acre. In addition, limitations are placed on the number of multi-family units not organized for sale as condominiums and the number of assisted living units permitted. Similarly, a limitation is placed on the number of dwelling units permitted within the commercial node referred to as the town center area. (Proffered Condition 5)

A variety of residential units and/or lot types are proposed (Textual Statement V). The Textual Statement outlines locational criteria and minimum development standards such as lot areas and coverage, setbacks, group or row design and architectural treatment for single family units (attached and detached), cluster and townhomes and multi-family

residential units including Accessory Dwelling Units (ADUs) as previously discussed, assisted living facilities and over-shop housing or live/work units in the commercial areas (Textual Statement V.A-H.). A summary of uses permitted by Tract is provided which will be beneficial during plan and permit review. (Textual Statement VI)

Commercial Areas:

There are two areas proposed within the development to serve as commercial nodes for residents within the development and from the surrounding areas.

Town Center Commercial: One area, referred to as the “town center,” will serve as the urban center of the R-12 portion of the development where a mix of commercial, office and public/semi-public uses, a limited number of single and multi-family residential uses, as well as “live/work” or “over-shop” units would be permitted (Textual Statement V.I.). This area is proposed to be developed in a neo-traditional manner where buildings are located closer to sidewalks, street trees are provided and regulations would govern maximum building heights and maximum tenant spaces to integrate this town center with adjacent residential development thereby promoting community character (Textual Statement V.I.2.d. & e. and Proffered Condition 5.C.(3)). In addition, Proffered Condition 5.C.(2) addresses the minimum amount

Proffered conditions address the minimum amount of residential and commercial uses to be provided, as well as the timing of construction of these commercial uses in the R-12 portion of the development, to insure a mixed-use development. (Proffered Condition 5.A.(2) and 5.C.(1) & (2))

Regional Commercial Area: The portion of the property proposed for rezoning to C-4 could be developed for a mix of commercial and residential uses (Textual Statement V.K.). As previously noted, development of this C-4 area would be required to meet Emerging Growth District standards for Regional Business (C-4) uses. The purpose of the Emerging Growth District standards is to promote high quality, well-designed projects. Such standards address access, parking, landscaping, architectural treatment, setbacks, signs, utilities and screening.

Proffered conditions address the minimum amount of residential and commercial uses to be provided, as well as the timing of construction of these commercial uses in this area, to insure a mixed-use development (Proffered Condition 5.A.(3) and 5.C.(4)). It should be noted that the application only guarantees a minimum of 50,000 square feet of commercial uses in this area with the potential for 532 dwelling units. Further, the proposal states that “work must have begun” on the 50,000 square feet and does not guarantee the ultimate construction of that square footage.

Parking:

All Uses: It is requested that on-street parking be allowed to count towards the required number of parking spaces for all uses (Textual Statement III.G.). Given the urban character of the development, Staff supports such exception.

Town Center and Regional Commercial Areas: For commercial or office uses, parking would typically be calculated at shopping center standards of 4.4 spaces for every 1000 gross square feet of uses. Given the urban character of the commercial nodes of this development, it would be appropriate to permit a reduction in the required spaces consistent with Ordinance requirements for Village Districts, or at approximately 4.0 spaces for every 1000 gross square feet with a credit for on-street parking, where permitted. The applicant is requesting that parking be provided at three (3) spaces for every 1000 gross square feet of commercial and office uses (Textual Statement V.I.2.b. and V.K.2.a.). With no data to substantiate reduction in parking requirements for these uses, staff cannot support exceptions to the parking standards of the Ordinance beyond those for Village Districts.

Residential Uses : The Ordinance requires the provision of two (2) off-street parking spaces for each dwelling unit. An exception is requested to permit parking within garages to be credited towards this minimum requirement (Textual Statement III.G.). While staff supports such exception since it reduces the amount of impervious area and therefore, the impact on water quality, the developer and future owners should be cautioned that it will not be possible in the future to convert garages into living space.

As noted above, the Ordinance requires the provision of two (2) off-street parking spaces for each residential single family, multifamily and townhouse unit, except age restricted multifamily dwellings which require a minimum of 1.2 parking spaces for each such unit. The applicant proposes a provision of 1.75 spaces for each multi-family unit (Textual Statement V.E.1.f. and V.E.1.g.). Similarly, 1.5 spaces for each three (3) multi-family units (or 0.5 spaces per unit) are proposed for units designated as Assisted Living units while the Ordinance requires 0.8 spaces per unit (Textual Statement V.H.1.f.). With no data to substantiate reductions in these parking requirements, staff cannot support exceptions to the parking standards of the Ordinance for these uses.

Cluster Standards:

The requirements offered for the project such as hardscaped driveways and alleys, setbacks for front loaded garages, street trees where exceptions to Ordinance development standards (i.e. minimum setbacks and lot areas) are requested are consistent with those typically required by the Planning Commission and Board of Supervisors on similar projects recently approved. (Textual Statement III.E., F. & I)

Buffers and Greenway:

The residential lots within this development are subject to the Subdivision Ordinance requirements for buffers. The integrity of these buffers is often compromised when they are located on individual lots. Where these buffers are required, Staff suggests they be located in recorded open space, however, this development does not provide such a provision.

Along the North/South Parkway as shown on the Master Plan, a park greenway system is proposed within the fifty (50) foot buffer. This greenway is proposed to serve as the spine for trail connectivity throughout the development. (Textual Statement III.K.)

Sidewalks and Pedestrian Access:

Sidewalks and trails to provide connectivity throughout the development will be provided (Textual Statement III.H.). Pedestrian trails are proposed to provide connection to other neighborhoods and areas however if a trail is not provided, sidewalks are proposed on one (1) side of roads on which dwellings front the road. This standard for the provision of sidewalks only where trails are not located and only on one (1) side of a street are not consistent with the provision for sidewalks on both sides of all roads which have dwelling units fronting them as typically required on similar projects. Staff notes the importance of sidewalks to urban development and suggests that sidewalks be provided on both sides of all roads which has homes fronting the roads.

Street Connectivity:

An exception to the “Residential Subdivision Connectivity Policy” is requested so as to preclude any road connections to Glebe Point and Skybird Roads (Proffered Condition 8.E.). In addition to promoting fire and emergency services safety, subdivision road connections provide interconnectivity between residential developments, thereby reducing congestion along collector and arterial roads and providing a convenient and safe access to neighboring properties.

The “Policy” allows the Board, through the Commission’s recommendation, to waive the requirement for streets in new subdivisions to connect to adjacent public streets that are designed as local streets, residential collectors and thoroughfare streets. Staff must evaluate this waiver based upon three (3) criteria: (1) there must be a sufficient number of other stub streets to adequately disperse traffic and not cause a concentrated use of any one (1) stub street; or (2) the connection to a particular stub will cause concentrated traffic at that location; (3) the projected traffic volume on any one (1) local street within an existing subdivision exceeds 1,500 vehicle trips per day.

Without additional design information relative to road layout, staff cannot determine if the criteria for granting such a waiver can be met. Therefore, it is recommended that this waiver not be granted at this time and that consideration of this waiver be evaluated during the plans review process when more detail is available.

CONCLUSIONS

Although the density of residential use planned on the portion of the property proposed for rezoning to Residential (R-12) exceeds the density suggested by the Southern and Western Area Plan and the commercial and residential use on the portion of the property proposed for rezoning to Regional Business (C-4) does not provide the regional scale office use or major industrial development recommended for the Regional Mixed Use Center by the Plan, the proposal provides an opportunity for planning a large scale mixed use development where residential and commercial uses coupled with public/semi-public amenities create an urban lifestyle environment and where major infrastructure improvements are provided as the development occurs.

The application fails to address concerns relative to parking, buffers and sidewalks, as discussed herein.

While the applicant has offered land dedication, road construction and a contribution to assist in defraying the cost of this proposed development on road infrastructure and schools and parks facilities, the proffered conditions do not adequately mitigate the impact of this development on capital facilities, as outlined in the Zoning Ordinance and Comprehensive Plan. Specifically, the needs for roads, schools, parks, libraries and fire stations and transportation facilities is identified in the Public Facilities Plan, the Thoroughfare Plan and the Capital Improvement Program, and the impact of this development is discussed herein. The proffered conditions vary from that which has consistently been accepted in accordance with the Board of Supervisors' Policy. While the transportation impact is addressed, the remaining proffered conditions fail to fully address the impact of this request on schools, parks, libraries and fire stations in accordance with the Board's policy; however, schools are satisfied that the proffered conditions which require dedication and infrastructure for school facilities are acceptable. Therefore, the proffered conditions do not adequately mitigate the impact on these capital facilities and thereby do not assure that adequate service levels are maintained as necessary to protect the health, safety and welfare of County citizens. Therefore, Staff recommends approval of the rezoning the property subject to the applicant fully addressing the impact of this development on capital facilities in accordance with the Board of Supervisors' policy and addressing staff's concerns relative to parking, buffers and the provision of sidewalks.

Staff recommends denial of Request II to grant a waiver to street connectivity. The application fails to address connectivity per the Board's adopted "Residential Subdivision Connectivity Policy", as discussed herein. Evaluation of the Policy criteria for granting such relief necessitates design detail that can best be provided through the subdivision review process.

CASE HISTORY

Planning Commission Meeting (10/17/06):

At the request of the applicant, the Commission deferred this case to November 16, 2006.

Staff (10/18/06):

The applicant was advised in writing that any significant, new or revised information should be submitted no later than October 23, 2006, for consideration at the Commission's November 16, 2006, public hearing.

Also, the applicant was advised that a \$500.00 deferral fee must be paid prior to the Commission's public hearing.

Staff (10/23/06):

To date, no new or revised information has been received, nor has the deferral fee been paid.

Planning Commission Meeting (11/16/06):

At the request of the applicant, the Commission deferred this case to January 16, 2007.

Staff (11/17/06):

The applicant was advised in writing that any significant, new or revised information should be submitted no later than November 22, 2006, for consideration at the January 16, 2007, meeting.

Also, the applicant was advised in writing that a \$250.00 deferral fee must be paid prior to the Commission's public hearing.

Applicant (11/17/06):

The deferral fee was paid.

Applicant (11/27/06):

The applicant requested a waiver to the Residential Subdivision Connectivity Policy to Glebe Point and Skybird Roads.

Staff (12/21/06):

Staff continues to review and comment on draft documents submitted by the applicant.

Planning Commission Meeting (1/16/07):

At the request of the applicant, the Commission deferred this case to March 20, 2007.

Staff (1/17/07):

The applicant was advised in writing that any significant, new or revised information should be submitted no later than January 22, 2007, for consideration at the March 20, 2007, meeting.

Also, the applicant was advised in writing that a \$250.00 deferral fee must be paid prior to the Commission's public hearing.

Applicant (1/31/07):

The deferral fee was paid.

Staff (2/15/07):

Staff continues to review and comment on draft documents submitted by the applicant.

Applicant (3/19/07):

Revised proffers and textual statement were submitted.

Planning Commission Meeting (3/20/07):

At the request of the applicant, the Commission deferred this case to April 17, 2007.

Staff (3/21/07):

The applicant was advised in writing that any significant, new or revised information should be submitted no later than March 26, 2007, for consideration at the April 17, 2007, public hearing.

Also, the applicant was advised that a \$500.00 deferral fee must be paid prior to the Commission's public hearing.

Staff (4/3/07):

Staff continues to review and comment on draft documents submitted by the applicant.

Applicant (4/16/07):

The deferral fee was paid.

Planning Commission Meeting (4/17/07):

At the request of the applicant, the Commission deferred this case to June 19, 2007.

Staff (4/18/07):

The applicant was advised in writing that any significant, new or revised information should be submitted no later than April 23, 2007, for consideration at the June 19, 2007, public hearing.

Also, the applicant was advised that a \$250.00 deferral fee must be paid prior to the Commission's public hearing.

Applicant (5/10/07):

Revisions to the proffered conditions and Textual Statement were submitted.

Applicant (5/14/07):

A revised Exhibit A was submitted.

Staff (6/7/07):

Staff continues to review and comment on revised documents submitted by the applicant. The deferral fee has not been paid.

Applicant (6/8/07):

Revisions to the proffered conditions and textual statement were submitted.

Applicant (6/18/07):

The deferral fee was paid.

Planning Commission Meeting (6/19/07):

On their own motion, the Commission deferred this case to their July 17, 2007, public hearing.

Applicant (6/20/07):

Revisions were submitted.

Planning Commission Meeting (7/17/07):

On their own motion, the Commission deferred this case to their August 21, 2007, public hearing.

Applicant (8/2/07):

Revisions were submitted.

Applicant (8/17/07):

An additional proffered condition was submitted.

Planning Commission Meeting (8/21/07):

The applicant did not accept staff's recommendation, but did accept the Commission's recommendation. Citizens spoke in opposition to the request expressing concerns relative to traffic, density, impact on schools, lack of phasing of development, clear cutting, drainage, impact on the linear trail in cluster, rural character of the area and impacts on property owners who will be affected by proposed roads. Citizens spoke in favor of the waiver to street connectivity to Glebe Point and Skybird Roads.

Mr. Wilson expressed support for the waiver to street connectivity. He stated this case represents smart growth because it offers the ability to plan a large-scale development that will provide infrastructure such as roads and schools as the development occurs over 20 to 25 years rather than in the typical piece meal fashion for small projects.

Mr. Gulley stated he had an issue with approving a case that would have an impact on future leaders of the County since this large case was being considered so close to Board elections.

Mr. Gecker stated he felt the Commission should vote based on the land use issue and advise the Board accordingly.

On motion of Mr. Wilson, seconded by Mr. Litton, the Commission recommended approval of the rezoning and acceptance of the proffered conditions on pages 3 through 20.

AYES: Messrs. Gecker, Litton and Wilson.

NAYS: Messrs. Gulley and Bass.

On motion of Mr. Wilson, seconded by Mr. Litton, the Commission recommended approval of the waiver to street connectivity requirements.

AYES: Messrs. Gecker, Gulley, Bass, Litton and Wilson.

The Board of Supervisors, on Wednesday, September 26, 2007, beginning at 6:30 p.m., will take under consideration this request.

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TEXTUAL STATEMENT
R-12 CUPD and C-4 CUPD
Branner Station
July 30, 2007

- I. Rezone from A to R-12 and C-4 for the uses permitted in R-12 and C-4 respectively with a Conditional Use Planned Development ("CUPD") to permit use and ordinance requirement exceptions as delineated on the Zoning Map prepared by Youngblood, Tyler and Associates, Inc. dated January 31, 2006, as described in this Textual Statement, and as provided in the accompanying proffers. The overall master plan (the "Plan") prepared by designforum, last revised February 16, 2007 and filed herewith shall identify the location of the various Tracts.

II. **General Conditions**

- A. Except as stated herein, the requirements of the Zoning Ordinance for the Residential (R-12) District and the Regional Business (C-4) District shall be applicable.
- B. To accommodate the orderly development of the Property, the R-12 tracts shall be located as generally depicted on the Plan, but their location and size, including further divisions into sub-tracts, may be modified through the Conceptual Subdivision Plan (the "Conceptual Plan") process, so long as the parcels generally maintain their relationship with each other and any adjacent properties. The Conceptual Plan shall include the major sidewalk and trail systems to be considered as part of the review and approval of the Conceptual Plan. Such plan shall be subject to appeal in accordance with the provisions of the Zoning Ordinance for Site Plan appeals. Sub-tract (a designated portion of a tract) divisions may be created at the time of tentative subdivision or site plan review and shall not require a separate review as a tract adjustment provided there is no adjustment in the overall tract boundary unless the tract boundary has been approved for adjustment as stated herein. Prior to any site plan or tentative subdivision approval within the C-4 portion of the development, a schematic plan must be approved by the director of planning. The schematic plan shall include information deemed necessary by the director of planning to ensure compliance with zoning conditions and the zoning ordinance's purposes, including but not limited to the horizontal layout of the project based on a metes and bounds survey, a general list of uses, density, conceptual landscaping plans and cross-sections of any required buffers. The director of planning shall review the schematic plan to ensure compliance with the Zoning Ordinance and zoning conditions, to ensure land use compatibility and transition; and to mitigate any adverse impact on public health, safety and welfare. Such plan shall be subject to appeal in accordance with the provisions of the Zoning Ordinance for Site Plan appeals.
- C. Whenever a provision refers to or requires a mixed use plan ("Mixed Use Plan") to be submitted for review and approval, such plan may be, unless otherwise stated herein, approved by either the Planning Department or the Planning Commission at the election of the Developer, and such review shall be subject to appeal in accordance with the provisions of the Zoning

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Ordinance for Site Plan appeals. The various use types, if permitted within an individual tract, may be mixed within a tract or sub-tract if a Mixed Use Plan is submitted for review and approval. The Mixed Use Plan shall address the land use transitions and compatibility among the different uses within a tract or sub-tract. Land use compatibility and transitions may include, but not necessarily be limited to, the exact location of uses, buffers and site design.

III. Requirements and Exceptions for All Tracts

If any of the facilities set forth in III A. and B. below are to be provided they shall be identified on the Conceptual Plan (or Schematic Plan, if located within the C-4 portion of the property) and on the record plat for any lot adjacent to such facilities.

A. Recreational Facilities.

1. Recreational facilities shall be permitted within all Tracts. These uses shall be limited to facilities and uses that primarily serve the surrounding community including but not limited to passive recreation (i.e. including but not limited to picnic areas, trails, paths, sidewalks, ponds, open space, and vistas) and active facilities (i.e. including but not limited to pools, tennis courts, play fields and community amphitheaters).
2. Outside public address systems or speakers shall not be used between the hours of 11:00 p.m. and 8:00 a.m.
3. Where recreational facilities are located adjacent to roadways detailed in Section III. J. below, setbacks for all buildings, drives and parking areas shall conform to the minimum setback requirements for such roadways. Otherwise, all buildings, drives and parking areas shall be setback a minimum of ten (10) feet from all other property lines.
4. With the exception of playground areas which accommodate swings, jungle gyms or similar such facilities, outdoor play fields, courts, swimming pools and similar active recreational facilities shall be located a minimum of 100 feet from any proposed or existing single family residential lot line and a minimum of fifty (50) feet from any existing or proposed public road. Nothing herein shall prevent development of indoor facilities and/or parking within the 100 foot setback. Within the one hundred (100) foot and fifty (50) foot setbacks, a fifty (50) foot buffer shall be provided along the perimeter of all active recreational facilities except where adjacent to any existing or proposed public roads. These buffers shall conform to the requirements of the Zoning Ordinance for fifty (50) foot buffers. These buffers and setbacks may be modified or waived by the Planning Commission at the time of plan review.

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5. Any playground area (i.e., areas accommodating swings, jungle gyms or similar such facilities) shall be located a minimum of forty (40) feet from all property lines. A forty (40) foot buffer shall be provided along the perimeter of these recreational facilities except where adjacent to any existing or proposed public roads. These buffers shall conform to the requirements of the Zoning Ordinance for fifty (50) foot buffers. These setbacks and buffers may be modified and/or waived by the Planning Commission at the time of plan review.

B. Civic and Social Uses

1. Civic and Social Uses are any public use proposed by the County on its property such as and including but not limited to parks, schools, fire and rescue stations, and libraries.
2. Where civic and social uses are located adjacent to roadways detailed in Section III.J. below, setbacks for all buildings, drives and parking areas shall conform to the minimum setback requirements for those roadways.
3. Except where specified herein, such uses shall be subject to Emerging Growth District standards for Corporate Office (O-2) Districts unless modified by the Planning Commission through site plan review based upon a design that insures land use compatibility and integration of the uses with the overall development.
4. Recreational Facilities proposed by the County on its property shall comply with Section III.A. above.

C. Real Estate Offices/Model Homes

Temporary modular units and/or any permanent dwelling unit may be used as a temporary real estate office provided the temporary real estate office is only used to market the property located within the boundaries of the Plan and:

1. Is not used for the sale of dwelling units located outside the boundaries of the Plan.
2. Is not used for the rental of dwelling units located outside the boundaries of the Plan.
3. Is not used for a rental office for dwelling units located within the boundaries of the Plan except to market the homes when they are initially constructed.
4. The temporary real estate office is incidental to construction activity taking place within the boundaries of the Plan.

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TEXTUAL STATEMENT

Branner Station

June 20, 2007

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5. The temporary real estate office is not the primary real estate office for the company marketing dwelling units within the boundaries of the Plan.
 6. The temporary real estate office is not used as a construction office or for the storage of construction equipment and/or materials.
- D. [Intentionally Omitted]
- E. Driveways and Alleys
1. All private driveways and alleys serving residential uses shall be hardscaped. The exact treatment shall be approved at the time of plan review. For purposes of compliance with this requirement, "track" driveways with grass medians and driveways constructed with open paving blocks and pervious paving blocks shall be considered hardscaped.
 2. All private driveways, alleys and parking areas shall have no required minimum distance from the right-of-way of any existing or proposed public road.
- F. Garages. Front loaded garages shall be located no closer to the street than the front façade of the dwelling unit.
- G. Parking. Garages and improved designated parking spaces in a public right of way shall be counted in calculating parking spaces required for each use
- H. Sidewalks and Trails. Sidewalks and trails to provide connectivity throughout the community will be planned within and between each neighborhood as well as civic/social areas and will be indicated on the conceptual and schematic plans. The exact location and design shall be approved in conjunction with the tentative subdivision or site plan approval.
- I. Street Trees and Pedestrian Access. Unless an exception is granted through the tentative subdivision or site plan process based upon a design that meets the spirit and intent of the requirements specified herein, within any tract having lots less than 12,000 square feet or where there is to be a mix of Use Types, street trees will be located on both sides of roads on which dwellings front the road and such tract shall have a pedestrian connection to other neighborhoods and civic/social areas as contemplated by Section III.H above, and if no such connection, then sidewalks shall be provided on at least one side of roads on which dwellings front the road.
- J. Setbacks from Roadways. All buildings, drives and parking areas other than those located on interior roadways shall have the following minimum setbacks, exclusive of residential lots, from the stated road type:

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TEXTUAL STATEMENT

Branner Station

June 20, 2007

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- | | |
|--|---|
| (1) East West Freeway: | 50 feet setback |
| (2) North/South Parkway: | 50 feet setback |
| (3) Branders Bridge Road: | 50 feet setback |
| (4) Bradley Bridge Road: | 50 feet setback |
| (5) Happy Hill Road Extended | |
| (a) At Tracts 6 & 7 and only that portion of Tract 4 where located at the intersection of the North/South Parkway and Happy Hill Rd Extended | No minimum |
| (b) The balance of Tract 4 and at all other Tracts: | 50 feet setback, unless waived or modified at tentative subdivision or site plan review |

Setbacks for stated Use Types along any other roads in existence or proposed are stated in the Use Type description in Section V.

- K. Greenway/Trail System. Along the North/South Parkway, within the 50 ft. setback or adjacent thereto, a park greenway system serving as the spine into which other trails connect shall be provided.

IV. Requirements and Uses for Specified Use Types

A. Uses Permitted with Certain Restrictions

1. Family day-care homes, provided that
 - (a) No more than five children exclusive of the provider's own children and any children who reside in the home receive care at any one time during a 24-hour day.
 - (b) Permitted for all residential Use Types
2. Yard Sales, provided that the sale:
 - a. Is accessory to Use Type on the same property
 - b. Does not exceed two days in duration
 - c. Is conducted by the owner or lessees of the property on which it occurs and includes only personal property owned by the seller and usual to a household, and
 - d. Does not occur on the same property more than four times in any one calendar year and not more than twice within a 30-day period.
 - e. Permitted for All Use Types except J.
3. Home occupation, provided that:

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- a. In addition to family member employees that live on the premises, two employees shall be permitted to work on the premises.
- b. The use is within a dwelling, accessory structure or both provided that the total area for the use does not exceed 25% of the floor of the dwelling or 250 square feet, whichever is greater,
- c. The use is clearly incidental and secondary to the use of the property for dwelling purposes and no external alterations, which would cause the premises to differ from its residential character by the use of colors, materials, lighting or construction, are permitted.
- d. No commodity is stored or sold on the premises except for light inventory.
- e. No more than one vehicle and one single axle trailer not exceeding 13 feet in length and 3,200 pounds used in conjunction with the home occupation may be parked on the premises. No equipment shall be stored outside the dwelling or accessory structure that would indicate that a business is being conducted on site except for the equipment stored on the vehicle or trailer used in conjunction with the business. The vehicle and equipment for a home occupation shall be parked on the premises where the home occupation is conducted, but a trailer must be parked, except for loading and unloading, either in the rear yard or so that its view is screened from adjacent properties or public roads. A vehicle used for towing shall not be permitted to have a vehicle in tow or on its flatbed while it is parked on the premises, and
- f. No assembly or group instruction shall be permitted with a home occupation. Individual instruction on a one to one basis is permitted. Only two clients may be on the property at any one time.
- g. Permitted for all residential Use Types.

B. Accessory Uses, Buildings and Structures

- 1. In addition to those accessory uses, buildings and structures permitted in an R-12 or C-4 District, accessory uses, buildings and structures shall be permitted and restricted as follows:
 - a. An accessory dwelling unit ("ADU"), is a habitable living unit added to, created within, or detached from a single-family dwelling and provides basic requirements for living, sleeping, eating, cooking and sanitation. ADU's are subject to the following:

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- (1) Only one ADU per lot
 - (2) Lots permitting ADUs shall be detailed and shown on the tentative subdivision plan and record plat.
 - (3) ADUs may be located in the principal residence or garage, or, if the lot is at least 6,000 square feet, in a detached structure.
 - (4) One of the residences shall be occupied by an owner of the property or an immediate family member (as defined by the Chesterfield County Code) of the property owner.
 - (5) The ADU shall not be larger than 50% of the gross floor area of the primary residence.
 - (6) One off street parking space required for an ADU. This requirement may be met using tandem (end-to-end) spaces.
 - (7) The ADU unit shall not be subdivided or otherwise segregated in ownership from the primary residence.
 - (8) Permitted for Use Types A, B and D
- b. Tennis courts and similar recreational facilities. (Permitted for all Use Types except Use J.)
- c. Swimming pools and adjoining deck areas; provided that no swimming pool wall shall be located within six feet of an adjacent lot or parcel nor in a required front or corner side yard. (Permitted for All Use Types except Use J.)
- d. Buildings and structures devoted to management office, maintenance and groundskeeping purposes and equipment storage. (Permitted for Use Types C, E, F, G H, I and K only.)
- e. Medical or Dental laboratories, only when provided in conjunction with medical or dental offices. (Permitted for Use Types I and K only.)
2. Setbacks for accessory structures shall conform to the following setback requirements:
 - a. From any side property line: A minimum of three (3) feet
 - b. From the rear property line: A minimum of ten (10) feet
 - c. From the corner side property line: A minimum of not less than the required front yard minimum setback for the principal Use Type.
 - d. From the rear property line abutting a natural or wetland common area: A minimum of five (5) feet.
 - e. From the front property line: A minimum of the lesser of either $\frac{1}{2}$ the depth of the lot or eighty (80) feet.
3. Height for accessory structures shall conform to the following setback requirements:

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- a. The maximum height for an accessory structure shall not exceed the height of the principal structure to which the accessory structure is accessory.

V. Use Types

A. Use A: Detached Home

Use A is permitted in Tracts 1, 2, 3, and 4.

1. Principal Structures

- a. Lot area and width. Each lot shall have an area of not less than 4,500 square feet and a lot width of not less than forty (40) feet at the front building setback line.
- b. Percentage of lot coverage. All buildings, including accessory buildings, on any lot shall not cover more than sixty-five (65) percent of the lot's area.
- c. Setbacks. Where Use A is adjacent to roadways detailed in Section III. J. above, setbacks shall conform to the minimum setback requirements for such roadways. Otherwise, the setbacks for Use A shall be the following:
 - (1) Front yard. A minimum of ten (10) feet in depth. Minimum setbacks shall be increased where necessary to obtain the required lot width at the front building setback line.
 - (2) Side yard. A minimum of three (3) feet in width.
 - (3) Corner side yard. A minimum of ten (10) feet in depth.
 - (4) Rear yard. A Minimum of twenty (20) feet in depth.

B. Use B: Estate Home

Use B is permitted in Tract 5.

1. Principal Structures.

- a. Lot area and width. Each lot shall have an area of not less than 20,000 square feet and a lot width of not less than (60) feet at the front building setback line.
- b. Percentage of lot coverage. All buildings, including accessory buildings, on any lot shall not cover more than fifty (50) percent of the lot's area.
- c. Setbacks. Where Use B is adjacent to roadways detailed in Section III. J. above, setbacks shall conform to the minimum setback requirements for such roadways. Otherwise, the setbacks for Use B shall be the following:

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- (1) Front yard. A minimum of ten (10) feet in depth. Minimum setbacks shall be increased where necessary to obtain the required lot width at the front building line.
- (2) Side yard. Two (2) side yards shall each be a minimum of five (5) feet in width.
- (3) Corner side yard. A minimum of ten (10) feet in depth.
- (4) Rear yard. A minimum of twenty (20) feet in depth.

C. **Use C: Townhome**

Use C is permitted in Tracts 2, 3, 4, 6 and 10.

Townhome development shall conform to the following:

1. Principal Structures.

- a. Lot area and width. Each lot shall have an area not less than 1,520 square feet and a lot width of not less than nineteen (19) feet at the front building setback line.
- b. Percentage of lot coverage. All buildings, including accessory buildings, on any lot shall not cover more than seventy (70) percent of the lot's area.
- c. Setbacks. Where Use C is adjacent to roadways detailed in Section III. J. above, setbacks shall conform to the minimum setback requirements for such roadways. Otherwise, the setbacks for Use C shall be the following:
 - (1) Front yard. Minimum of five (5) feet in depth. Minimum setbacks shall be increased where necessary to obtain the required lot width at the front building setback line. Provided, however, where sidewalks and street trees are provided between the unit and right of way, setbacks may be reduced to zero (0) feet.
 - (2) Side yard. Minimum of ten (10) feet in width for each end unit abutting a private or public street or parking area. Minimum of five (5) feet in width for each end unit abutting another building..
 - (3) Corner side yard. A minimum of ten (10) feet in depth.
 - (4) Rear yard. Minimum of fifteen (15) feet in depth.
 - (5) Common Area. A minimum common area of five (5) feet in width shall be provided adjacent to all groups of lots except where the groups front or abut a public street.
- g. Driveways and parking areas. All roads, driveways and parking areas serving the general public shall have concrete curbs and

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gutters. Driveways, alleys, roads and parking areas for individual townhomes shall not be required to have curbs and gutters.

- h. Group or row design. The total number of lots within each attached group shall not exceed twelve (12).

D. **Use D: Zero Lot Line Dwelling**

Use D is permitted in Tracts 2, 3, 4, 6 and 10.

1. Principal Structures.

- a. Lot area and width. Each lot shall have an area of not less than 4,500 square feet and a lot width of not less than forty (40) feet at the front building setback line.
- b. Percentage of lot coverage. All buildings, including accessory buildings, on any lot shall not cover more than sixty-five (65) percent of the lot's area.
- c. Setbacks. Where Use D is adjacent to roadways detailed in Section III. J. above, setbacks shall conform to the minimum setback requirements for such roadways. Otherwise, the setbacks for Use D shall be the following:
 - (1) Front yard. Minimum of ten (10) feet in depth. Minimum setbacks shall be increased where necessary to obtain the required lot width at the front building setback line.
 - (2) Side yard. Two (2) side yards, one a minimum of ten (10) feet in width with one a minimum of zero (0) feet.
 - (3) Corner side yard. A minimum of ten (10) feet in width.
 - (4) Rear yard. A minimum of twenty (20) feet in depth.

E. **Use E: Multifamily Community**

Use E is permitted in Tracts 4, and 10.

Use E is also permitted in Tracts 2 and 3 if organized as a condominium as defined in and subject to the Virginia Condominium Act,

1. Principal Structures

- a. Parcel area and density. The minimum size shall be 20 gross acres. The development's density shall not exceed fourteen (14) dwelling units per gross acre except that in C-4 areas, the density may be increased to eighteen (18) dwelling units per gross acre; however, with provision of deck or underground parking, densities may be increased to 25 units per gross acre.

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- b. Percentage of parcel coverage. All buildings, including accessory buildings, on any parcel shall not cover more than 50 percent of the parcel's area. No accessory building on any parcel except for private garages and recreation, maintenance and management office buildings on any parcel shall cover more than 250 square feet.
- c. Setbacks. Where Use E is adjacent to roadways detailed in Section III. J. above, setbacks shall conform to the minimum setback requirements for such roadways. Otherwise, the setbacks for Use E shall be the following:
 - (1) Setbacks from roads and property lines. All structures shall be set back a minimum of ten (10) feet from interior roadways. All structures shall be set back a minimum of thirty (30) feet from all property lines unless adjacent to Use Types E and H, in which case there shall be no minimum setback.
- d. Driveways and parking areas. All roads, driveways and parking areas shall have concrete curbs and gutters.
- e. Roads. A second road access (public or private) shall be designed and constructed to a public road prior to occupancy of more than fifty (50) units. Additional accesses may be required, at the time of site plan approval, where more than two hundred (200) units are constructed. As used herein, the term "access roads" shall be those roads which connect residential clusters to public roads. Access roads shall have a minimum pavement width of twenty-four (24) feet.
- f. Parking. 1.75 spaces for each dwelling unit are required.

F. **Use F "Mansion House" Multifamily Dwelling**

Use F is permitted in Tracts 2, 3, 4, 6, 7 and 10.

1. Principal Structures

- a. Elevations. The exterior appearance and elevations of the structure shall be in keeping with the appearance and elevations of a large, Single Family dwelling unit. However, the structure houses multiple individual dwelling units.
- b. Repetition. No more than one (1) Mansion House Multifamily Dwelling shall be permitted on a lot, not more than two (2) may be located side by side with no more than three (3) located on any one side of the street on any one block. The record plat shall identify those lots on which Use F is permitted in accordance with these stated restrictions.
- c. Lot area and width. Each lot shall have an area not less than 10,000 square feet and a lot width of not less than 80 feet at the front building setback line.

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- d. Percentage of lot coverage. All buildings, including accessory buildings, on any lot shall not cover more than seventy-five (75) percent of the lot's area.
- e. Setbacks. Where Use F is adjacent to roadways detailed in Section III. J. above, setbacks shall conform to the minimum setback requirements for such roadways. Otherwise, the setbacks for Use F shall be the following:
 - (1) Front yard. Minimum of five (5) feet in depth. Minimum setbacks shall be increased where necessary to obtain the required lot width at the front building setback line. Provided, however, where sidewalks and street trees are provided between the unit and right of way, setbacks may be reduced to zero (0) feet.
 - (2) Side yard. A minimum of three (3) feet in width.
 - (3) Corner side yard. A minimum of five (5) feet in depth.
 - (4) Rear yard. A minimum of fifteen (15) feet in depth.
- f. Unit limit. The total number of units within each structure shall not exceed twelve (12).
- g. Driveways and parking areas. Driveways, alleys, and parking areas for individual units shall not be required to have curbs and gutters. 1.75 spaces for each dwelling unit are required.

G. Use G: Town Center Residential

Use G is permitted in Tract 6, 7 & 10.

- 1. Principal Structure
 - a. Live/Work Space meaning a structure detailed in Use I or Use K as applicable, housing any of the uses detailed in Section I.1. or K.1. below where at least one of the persons engaged in the stated operation also resides in the unit.
 - b. Attached residential dwelling unit meaning a residential dwelling located in or above any of the operations detailed in Section I.1. or K.1 below and housed in Use I or Use K as applicable. The residential unit may be occupied and/or owned by a different party than occupies and/or owns the retail/office establishment in the Use I or Use K portion of the structure.
 - c. Architectural Style. All structures shall comply with the requirements of the Emerging Growth District.
 - d. Parking

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- (1) Parking space requirements for Use G are included in the requirements for Parking for Use I or Use K as applicable and no additional spaces are needed for Use G.
- e. Setbacks. Where Use G is adjacent to roadways detailed in Section III. J. above, setbacks shall conform to the minimum setback requirements for such roadways. Otherwise, there shall be no minimum setbacks for Use G.
- f. Height. The maximum height for a Use G shall not exceed four (4) stories

H. **Use H: Assisted Living Community**

Use H is permitted in Tracts 3, 4 and 10

1. Principal Structures

- a. Parcel area and density. The minimum parcel size shall be 5 gross acres. The parcel's development density shall not exceed 20 assisted living units per acre.
- b. Kitchens. Units may include a sink and other permanent kitchen appliances, such as a stove or refrigerator.
- c. Assisted Living. The facility must meet the definition of an Assisted Living Facility as detailed in Section 63.2-100 of the Code of Virginia.
- d. Percentage of parcel coverage. All buildings, including accessory buildings, on any parcel shall not cover more than 50 percent of the parcel's area. No accessory building on any parcel except for private garages and recreation, maintenance and management office buildings on any parcel shall cover more than 250 square feet.
- e. Setbacks. Where Use H is adjacent to roadways detailed in Section III. J. above, setbacks shall conform to the minimum setback requirements for such roadways. Otherwise, the setbacks for Use H shall be the following:
 - (1) Setbacks from roads and property lines. All structures shall be set back a minimum of ten (10) feet from interior private roadways. All structures shall be set back a minimum of thirty (30) feet from all property lines, unless adjacent to Use Types E or H, in which case a minimum setback of fifteen (15) feet shall be maintained.
- f. Driveways and parking areas. All roads, driveways and parking areas shall have concrete curbs and gutters. The number of total parking spaces required is one and a half (1-1/2) spaces for every three (3) assisted living units.

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I. Use I: Town Center Commercial

Use I is permitted in Tract 6.

1. Permitted Uses

No buildings, structures or premises shall be used, arranged or designed to be used except for one or more of the following uses:

- (a) Offices.
- (b) Libraries.
- (c) Brokerages.
- (d) Churches and/or Sunday schools.
- (e) Convalescent homes, nursing homes and rest homes.
- (f) Group care facilities.
- (g) Museums.
- (h) Nursery schools and child or adult care centers and kindergartens.
- (i) Propagation and cultivation of crops, flowers, trees and shrubs which are not offered for sale.
- (j) Public and private forests, wildlife preserves and conservation areas.
- (k) Travel agencies to include travel arranging and transportation ticket services.
- (l) Massage clinics.
- (m) Underground utility uses.
- (n) Access to any land which is located in an agricultural, office, business or industrial district or used for agricultural, office, business or industrial purposes.
- (o) Art school, gallery or museum.
- (p) Funeral homes or mortuaries.
- (q) Laboratories, medical or dental.
- (r) Medical facilities or clinics.
- (s) Messenger services.
- (t) Post offices and mailing services.
- (u) Communication studios, stations and/or offices exclusive of towers.
- (v) Schools/colleges, public and private.
- (w) Schools – music, dance and business.

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- (x) Telephone exchanges.
- (y) Bakery goods store.
- (z) Banks and savings and loan associations with or without drive-in windows.
- (aa) Barber or beauty shop.
- (bb) Book, stationery, newspaper or magazine store.
- (cc) Camera store.
- (dd) Candy store.
- (ee) Convenience store.
- (ff) Drugstore/pharmacy.
- (gg) Dry cleaning, pick-up and drop off; coin-operated dry cleaning; pressing; laundry and Laundromat; not to include dry cleaning plants.
- (hh) Florist shop.
- (ii) Grocery store.
- (jj) Hardware store.
- (kk) Restaurants, including but not limited to fast food or carry-out restaurants.
- (ll) Shoe repair shop.
- (mm) Shopping centers.
- (nn) Tailoring and dressmaking shops.
- (oo) Video rental and sales stores.
- (pp) Antique shops, not to include pawnbrokers, indoor and outdoor flea markets and secondhand stores.
- (qq) Appliance stores.
- (rr) Artist material and supply stores.
- (ss) Bicycle sales and rentals.
- (tt) Catering establishments.
- (uu) Clothing Stores.
- (vv) Communication studios, offices and stations, exclusive of towers.
- (ww) Curio or gift shops.
- (xx) Department stores.
- (yy) Eyewear sales and services.

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- (zz) Furniture stores.
- (aaa) Health clubs.
- (bbb) Hobby stores.
- (ccc) Jewelry stores.
- (ddd) Locksmith operations.
- (eee) Meat or seafood markets.
- (fff) Motor vehicle accessory stores.
- (ggg) Musical instruments stores.
- (hhh) Office supply stores.
- (iii) Paint and wallpaper stores.
- (jjj) Pet shops, including pet grooming.
- (kkk) Photography studios.
- (lll) Radio, television and other home entertainment, sales and services.
- (mmm) Rental of health and party equipments; and small home hardware, tools and equipment.
- (nnn) Sewing machine sales, instruction and services.
- (ooo) Sporting goods sales.
- (ppp) Toy stores.
- (qqq) Veterinary clinics.
- (rrr) Feed, seed and ice sales.
- (sss) Clothing consignment stores.
- (ttt) Hotels and Motels.
- (uuu) Repair services excluding motor vehicle repair.
- (vvv) Schools – commercial, trade, vocational and training.
- (www) Temporary outdoor Christmas tree sales.
- (xxx) Temporary construction trailers/buildings devoted exclusively to construction activities on the premises and to be removed upon completion or abandonment of construction activities.
- (yyy) Public or private parks, playgrounds and /or athletic fields
- (zzz) Prepared food and fruit and vegetable vendors
- (aaaa) Uses such as sidewalk cafes, vending areas, farmers' market, garden centers and/or other displays may be permitted outside of the buildings and in the sidewalk areas, provided that a minimum of six (6) feet in width is maintained for pedestrian circulation.

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2. Principal Structures

- a. Architectural Style. All structures shall comply with the requirements of the Emerging Growth District.
- b. Parking. Three spaces per 1,000 square feet of gross floor space for commercial uses shall be provided for Use I
- c. Setbacks. Where Use I is adjacent to roadways detailed in Section III. J. above, setbacks shall conform to the minimum setback requirements for such roadways. Otherwise, there shall be no minimum setbacks for Use I.
- d. Height. The maximum height for a principal building for Use I shall not exceed four (4) stories.
- e. Design. This use type will be organized and developed in a neotraditional manner such that street trees and sidewalks are required for businesses fronting roads. The location and spacing of trees will be determined and approved during the site plan process. The intent is not to require a single species be planted throughout an entire area; however, the director of planning may require a particular species in a particular location based on existing area landscaping.

J. **Use J: Pump Station**

Use J is permitted on Tract 10, 11 A or 11 B

A public wastewater pump station shall be permitted on Tracts 10, 11A or 11B.

K. **Use K: Regional Mixed Use Commercial**

Use K development is permitted on Tract 10.

1. Uses

Use K includes those uses permitted by right or with restrictions including the following:

- a. All those uses permitted by right and with restrictions for Use I: Town Center Commercial.
- b. Automobile Self Service Stations.
- c. Greenhouse or nurseries.
- d. Printing Shops.
- e. Motor Vehicle sales and rentals.
- f. Communication Towers subject to the following:
 1. There shall be no signs permitted to identify this use.
 2. The base of the tower shall be enclosed by a minimum six (6) foot high fence, designed to preclude trespassing. The fence shall be placed so as to provide sufficient room between the fence and the property line to

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accommodate evergreen plantings having an initial height and spacing to provide screening of the base of the tower and accessory ground-mounted equipment or structures from adjacent properties. In conjunction with site plan submission, or prior to release of a building permit, whichever occurs first, a landscaping plan depicting this requirement shall be submitted to the Planning Department for review and approval.

3. The color and lighting system for the tower shall be as follows:
 - a.) The tower shall be gray or another neutral color, acceptable to the Planning Department.
 - b.) The tower shall not be lighted.
 - c.) The tower shall be a monopole structure.
 - d.) Any building or mechanical equipment shall comply with Section 19-595 and 19-570 (b) and (c) of the Zoning Ordinance relative to architectural treatment of building exteriors and screening of mechanical equipment, except that the screening required of mechanical equipment located on the building or ground from adjacent properties and public rights of way would not be required for the tower or tower-mounted equipment.
 - e.) At such time that the tower ceases to be used for communications purposes for a period exceeding twelve (12) consecutive months, the owner/developer shall dismantle and remove the tower and all associated equipment from the property.
- g. Commercial Automobile parking.
- h. Recreational establishments commercial – indoor and outdoor.
- i. Hospitals.
- j. Carpenter and cabinetmakers' offices and display rooms.
- k. Cocktail lounges and nightclubs.
- l. Contractors' offices and display rooms.
- m. Electrical, plumbing or heating supply sales, service and related display rooms.
- n. Fraternal uses.
- o. Park and ride lots.
- p. Home centers.
- q. Indoor flea markets.
- r. Liquor stores.
- s. Motor vehicle washes.
- t. Repair services, including motor vehicle repair.
- u. Second hand and consignment stores, excluding motor vehicle consignment lots.

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- v. Taxidermies.
- w. Theaters including drive-in Theaters.
- x. Veterinary hospitals and/or commercial kennels.
- y. Automobile service stations.
- z. Warehouses.
- aa. Outside storage as accessory to a permitted use.
- bb. Continuous outside display of merchandise for sale, as accessory to a permitted use.
- cc. Public and private utility uses, so long as they require a structure, to include all water, waste water, solid waste disposal, electric, gas, communications and natural gas, liquefied petroleum gas (LPG) and petroleum products transmissions facilities; in addition, natural gas, liquefied petroleum gas and petroleum products transmission facilities above or below ground. The following utility uses shall be permitted without obtaining a conditional use: public water and waste water lines and appurtenances; service lines to individual users; and cables, wires or pipes above or below ground when such uses are located in easements on public roads or in public roads.

2. Principal Structures

- a. Parking. Three spaces per 1,000 square feet of gross floor space for commercial uses shall be provided for Use K.
- b. Setbacks. Where Use K is adjacent to roadways detailed in Section III. J. above, setbacks shall conform to the minimum setback requirements for such roadways. Otherwise, there shall be no minimum setbacks for Use K.
- c. Height. The maximum height for Use K shall not exceed four (4) stories.

VI. Tract Summary of Uses

1. Tract 1

Use A (Detached Home) is permitted as well as all applicable uses detailed in Sections III and IV above.

2. Tract 2

Use A (Detached Home), Use C (Townhome), Use D (Zero Lot Line), Use E (Multifamily Community) as a condominium and Use F (Mansion House Multifamily) are permitted as well as all applicable uses detailed in Sections III and IV above.

3. Tract 3

Use A (Detached Home), Use C (Townhome), Use D (Zero Lot Line), Use E (Multifamily Community) as a condominium, Use F (Mansion

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House Multifamily) and Use H (Assisted Living) are permitted as well as all applicable uses detailed in Sections III and IV above.

4. Tract 4

Use A (Detached Home), Use C (Townhome), Use D (Zero Lot Line), Use E (Multifamily Community), Use F ("Mansion House" Multifamily) and Use H (Assisted Living) are permitted as well as all applicable uses detailed in Sections III and IV above.

5. Tract 5

Use B (Estate Home) is permitted as well as all applicable uses detailed in Sections III and IV above.

6. Tract 6

Use C (Townhome), Use D (Zero Lot Line), Use F (Mansion House), Use G (Town Center Residential) and Use I (Town Center Commercial) are permitted as well as all applicable uses detailed in Sections III and IV above.

7. Tract 7

Use F ("Mansion House" Multifamily Dwelling), Use G (Town Center Residential) and all applicable uses detailed in Sections III and IV above are permitted.

8. Tract 8

Recreational Facilities and Civic/Social uses as defined by Section III. All applicable uses detailed in Sections III and IV above are permitted.

9. Tracts 9A and 9B

All applicable uses detailed in Sections III and IV above are permitted.

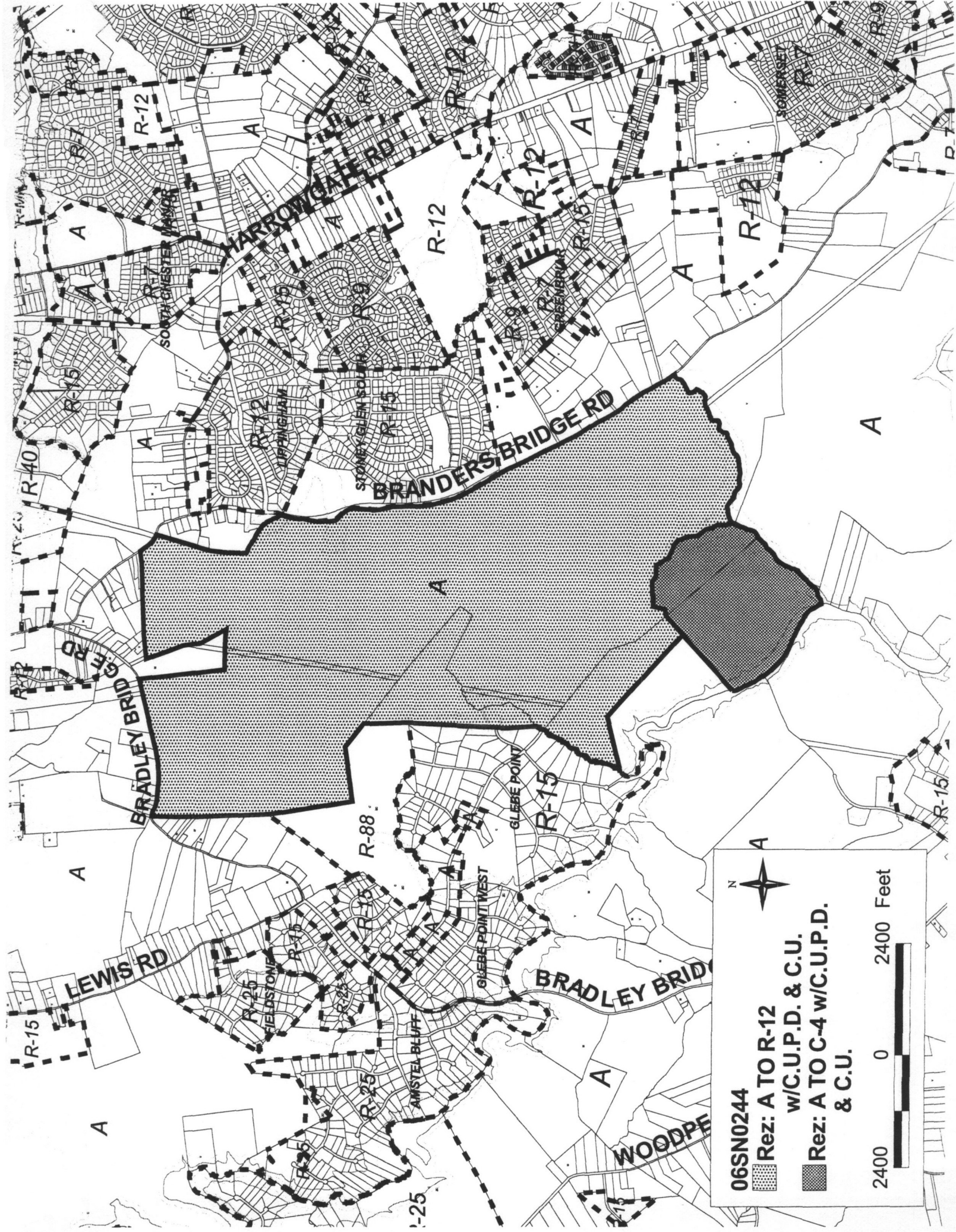
10. Tract 10

Use C (Townhome), Use D (Zero Lot Line), Use E (Multifamily Community), Use F ("Mansion House" Multifamily Dwelling), Use G (Town Center Residential), Use H (Assisted Living Community), Use J (Pump Station) and Use K (Regional Mixed Use Commercial) are permitted as well as all applicable uses detailed in Sections III and IV above.

11. Tract 11 A and 11 B

Use J (Pump Station) is permitted as well as all applicable uses detailed in Sections III and IV above.

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06SN0244

- Rez: A TO R-12
w/C.U.P.D. & C.U.
- Rez: A TO C-4 w/C.U.P.D.
& C.U.

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BRANNER STATION

CHESTERFIELD Master Plan

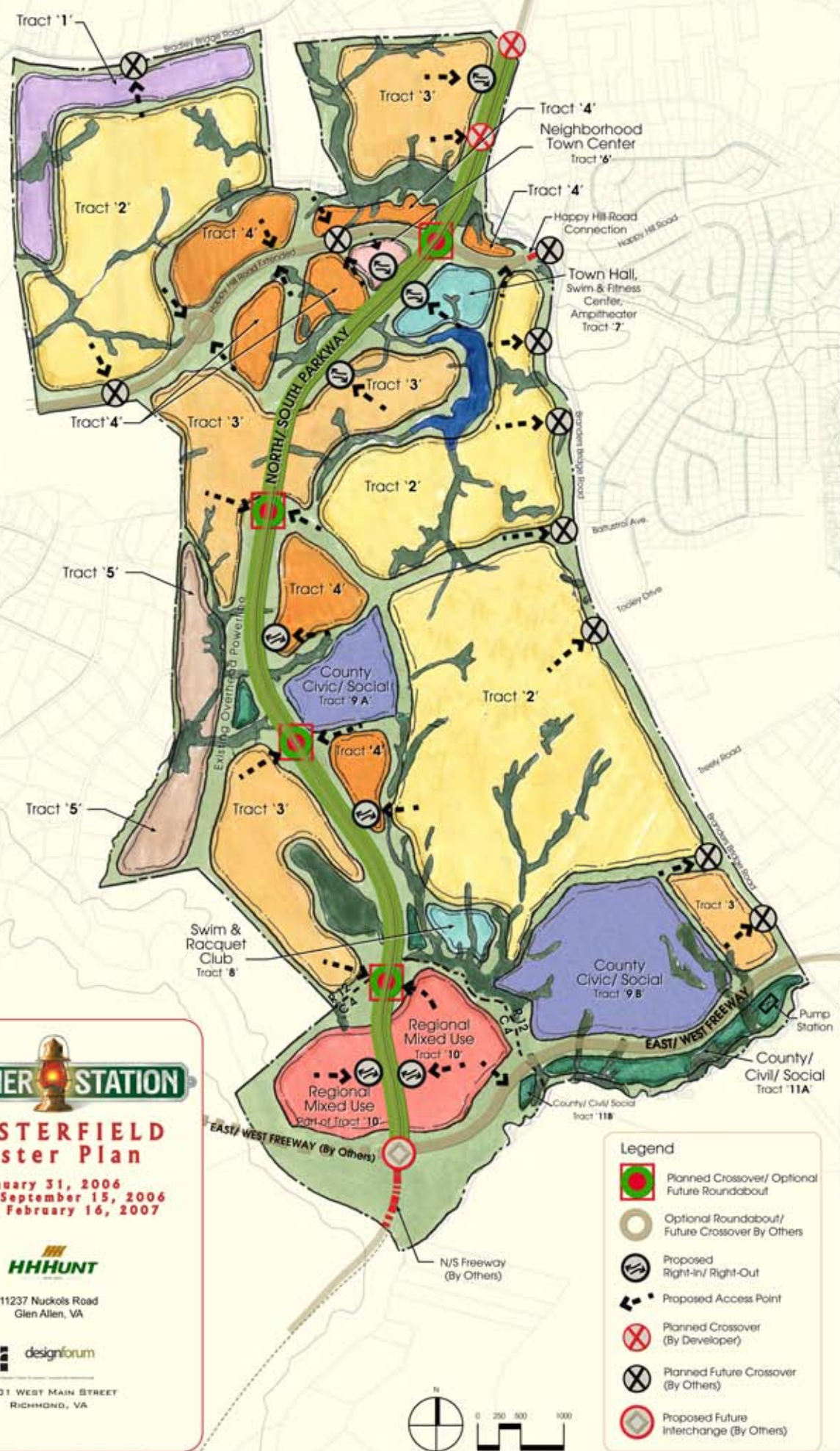
January 31, 2006
Revised September 15, 2006
Revised February 16, 2007



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Glen Allen, VA

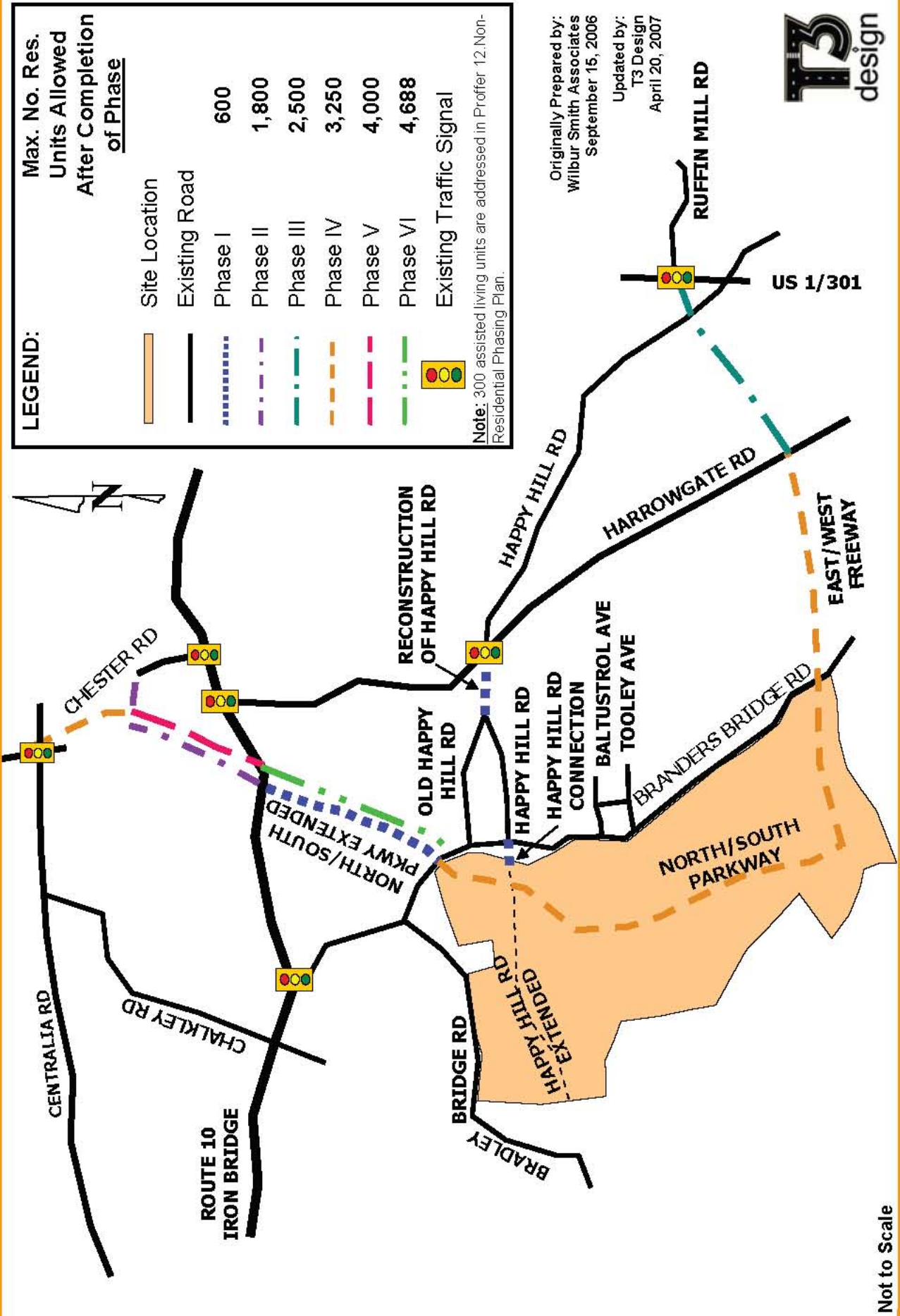


1301 WEST MAIN STREET
RICHMOND, VA



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EXHIBIT A. BRANNER STATION ROAD PHASING PLAN



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BRANNER STATION OFFSITE ROADS PHASING

9/15/06

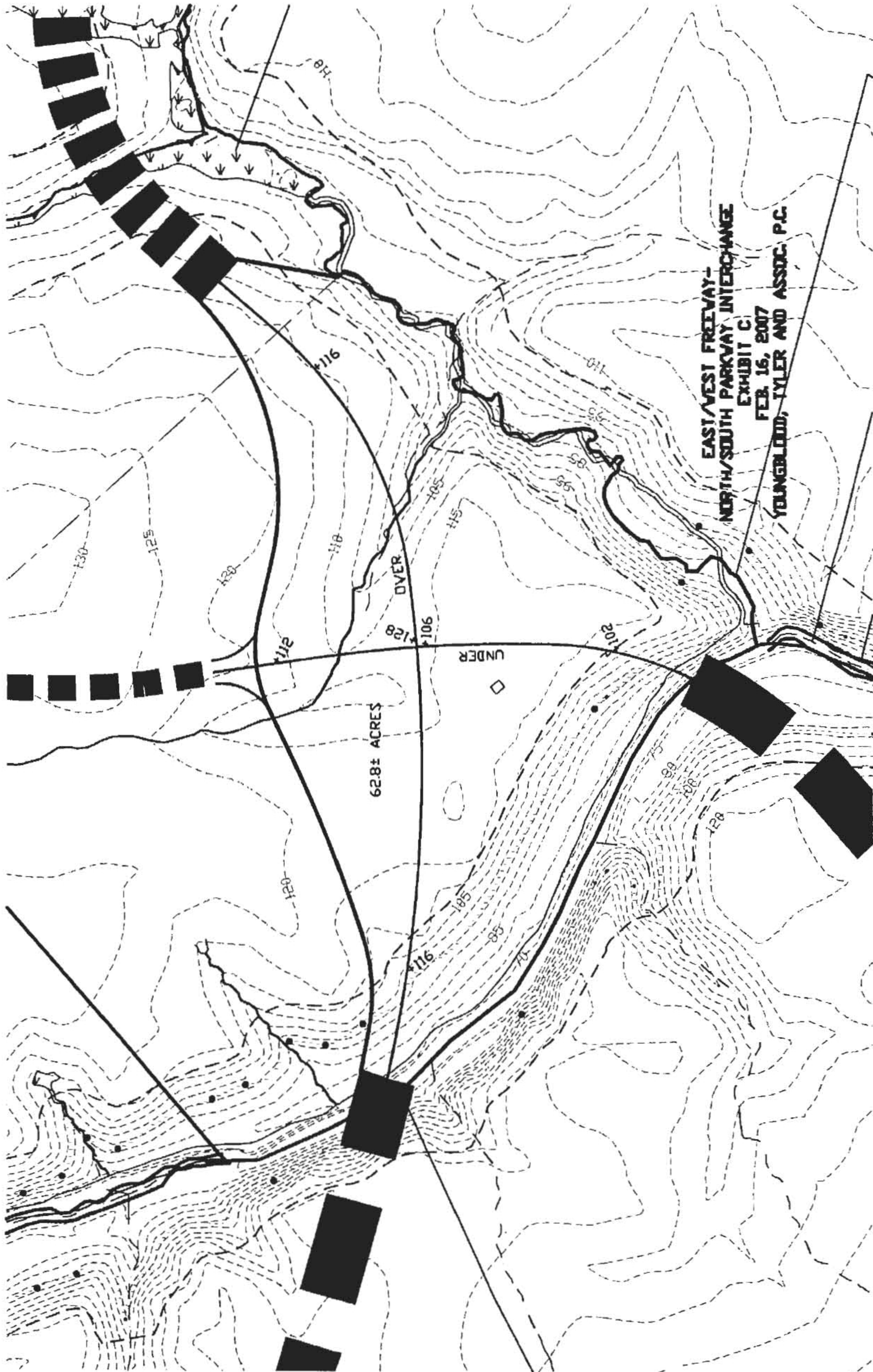
EXHIBIT B

ITEM	TOTAL
PHASE I	
Branner Station Parkway (Rt. 10 Connection - 2 Lanes)	\$ 5,495,886
Lewis Road Connection to Branders Bridge Road	\$ 848,819
Happy Hill Road Connection to Harrowgate - 2 lane widening	\$ 2,703,608
Total	\$ 9,048,313
PHASE II	
Branner Station Parkway (Chester Road Connection - 2 Lanes)	\$ 12,438,881
PHASE III	
East West Connector - 2 Lanes (Harrowgate to Rt. 1)	\$ 7,942,945
PHASE IV	
East West Connector - 2 Lanes (Branders Bridge to Harrowgate)	\$ 8,830,748
Chester Road Widening (Add 2 lanes to create 4 lane divided)	\$ 14,794,984
Total	\$ 23,625,732
PHASE V	
Branner Station Parkway (Rt. 10 to Chester Road) (Add 2 lanes to create 4 lane divided)	\$ 10,527,667
PHASE VI	
Branner Station Parkway (Branders Bridge to Rt. 10) (Add 2 lanes to create 4 lane divided)	\$ 8,226,381
Total Offsite Road Cost	\$ 71,809,920

Prepared by HHHunt

06SN0244-3

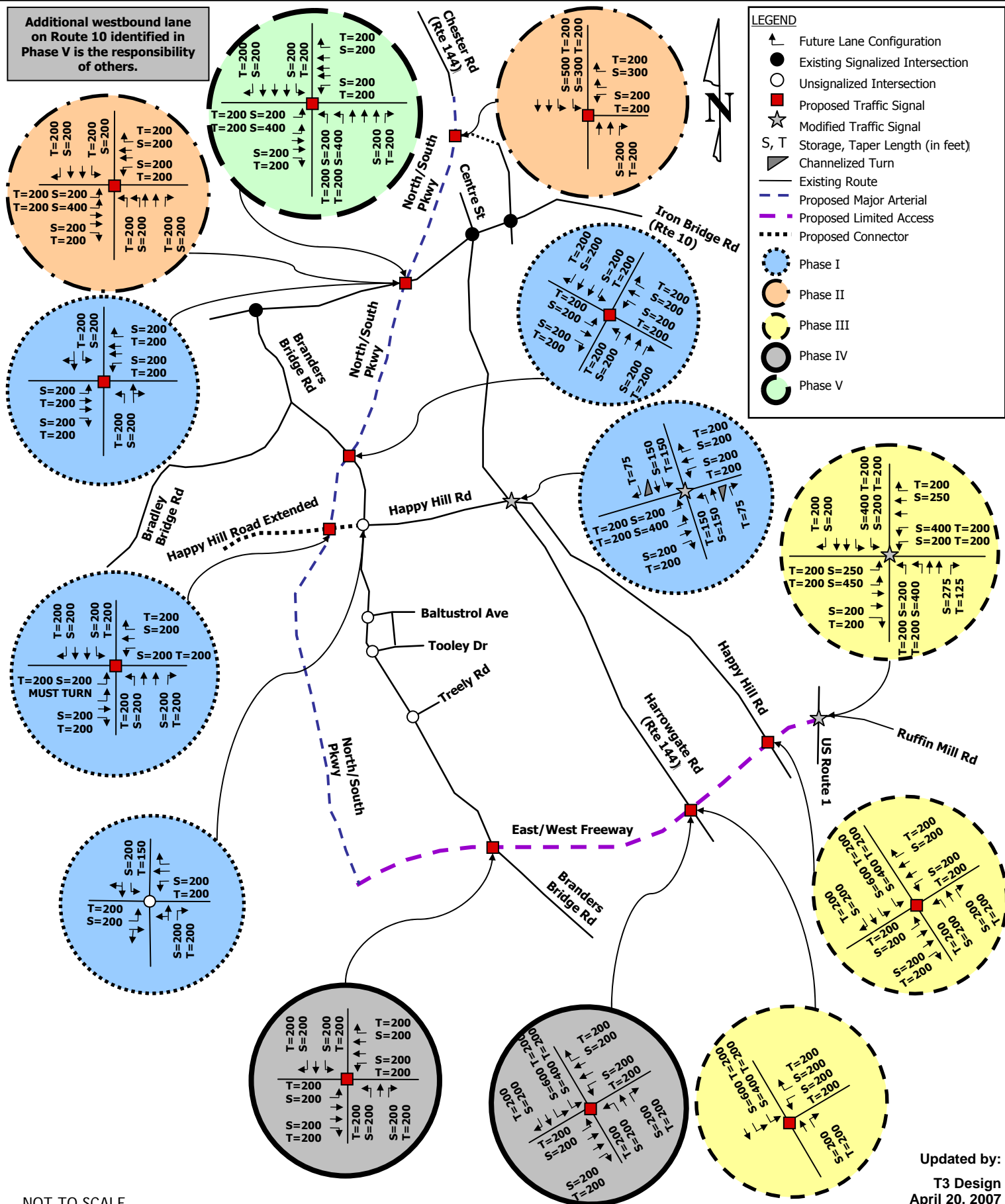
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EAST/VEST FREEWAY-
NORTH/SOUTH PARKWAY INTERCHANGE
EXHIBIT C
FEB. 16, 2007
YOUNGBLOOD, TYLER AND ASSOC. P.C.

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Additional westbound lane on Route 10 identified in Phase V is the responsibility of others.



NOT TO SCALE

Updated by:
T3 Design
April 20, 2007

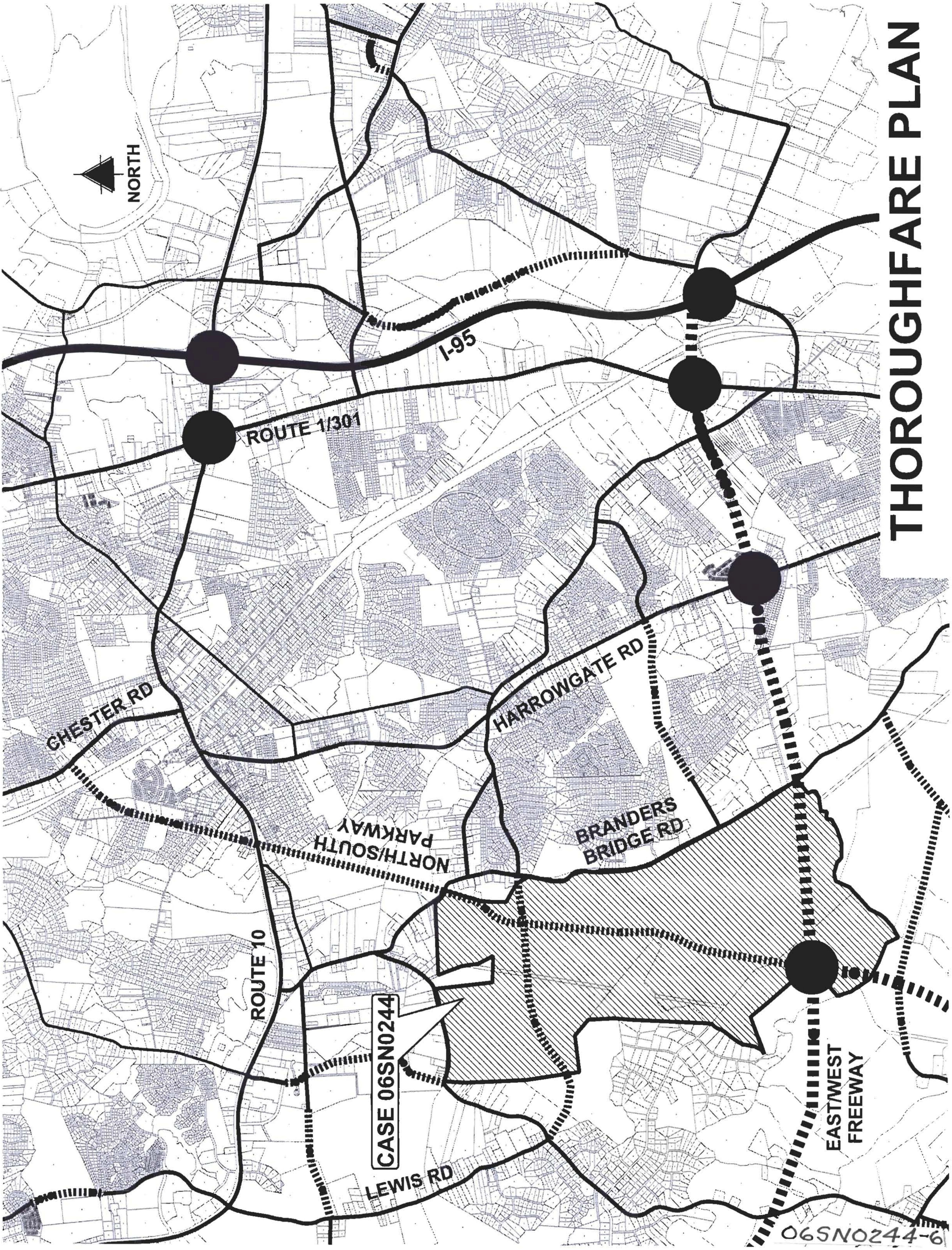


Intersection Geometry Shown in Phases

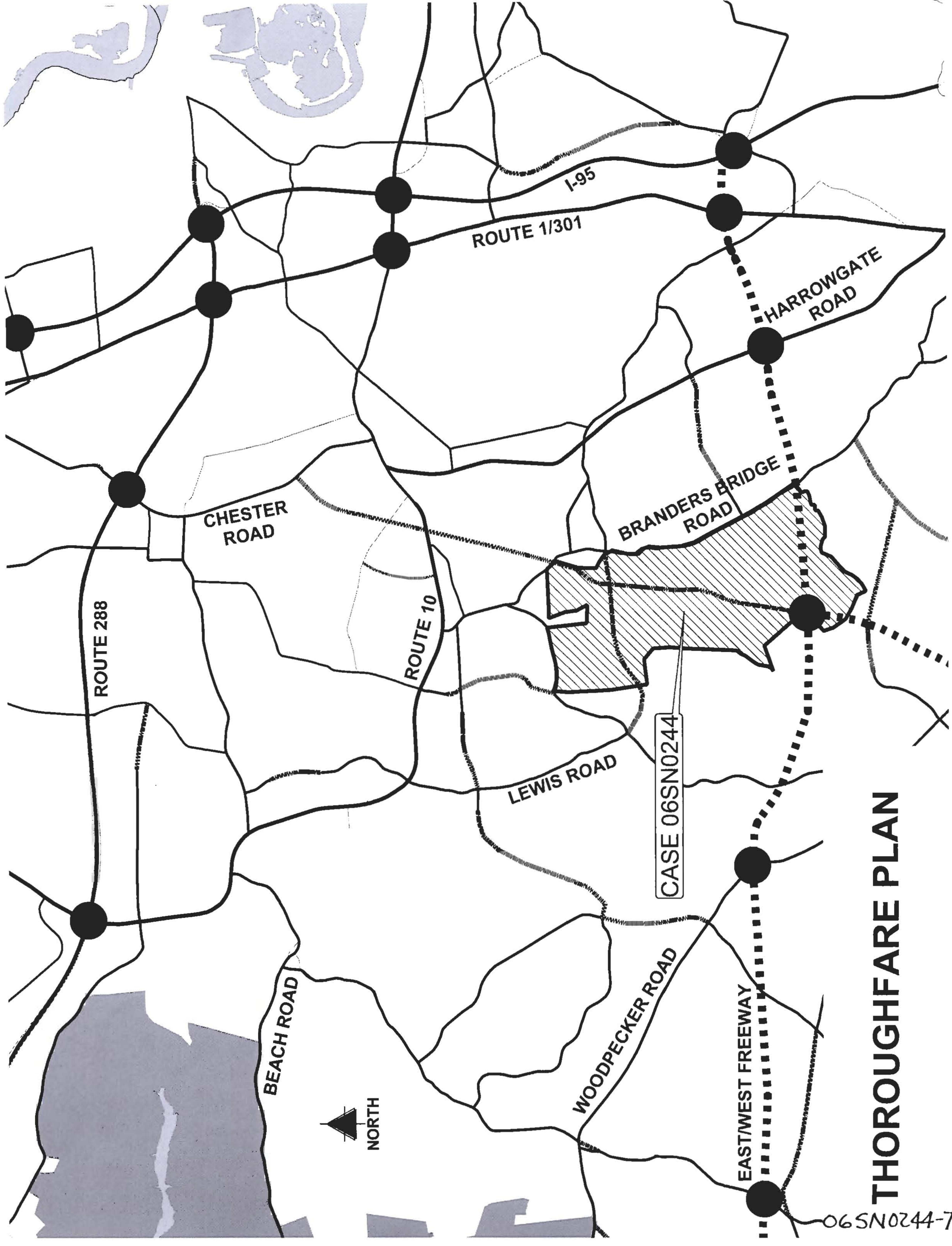
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THOROUGHFARE PLAN



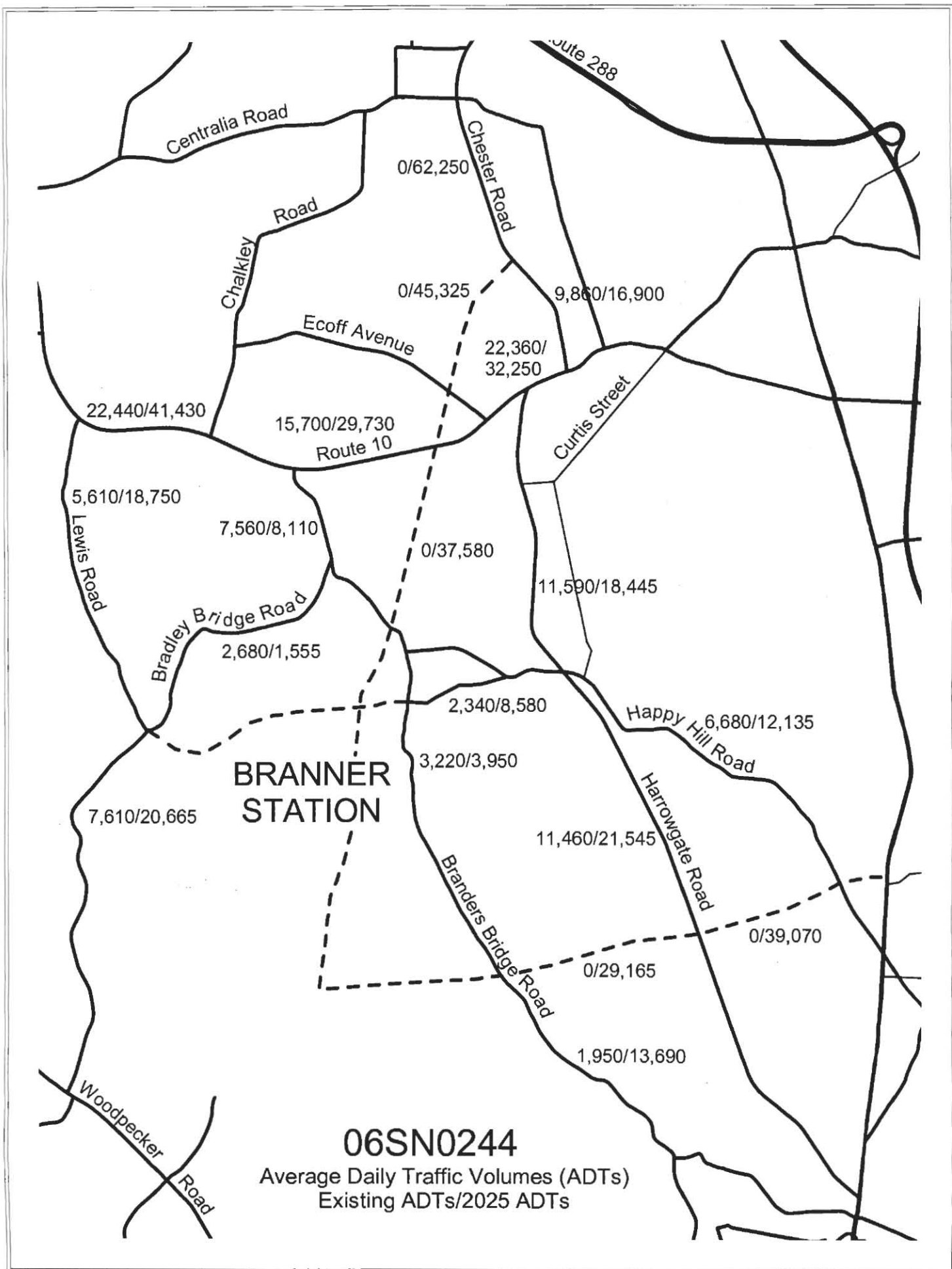
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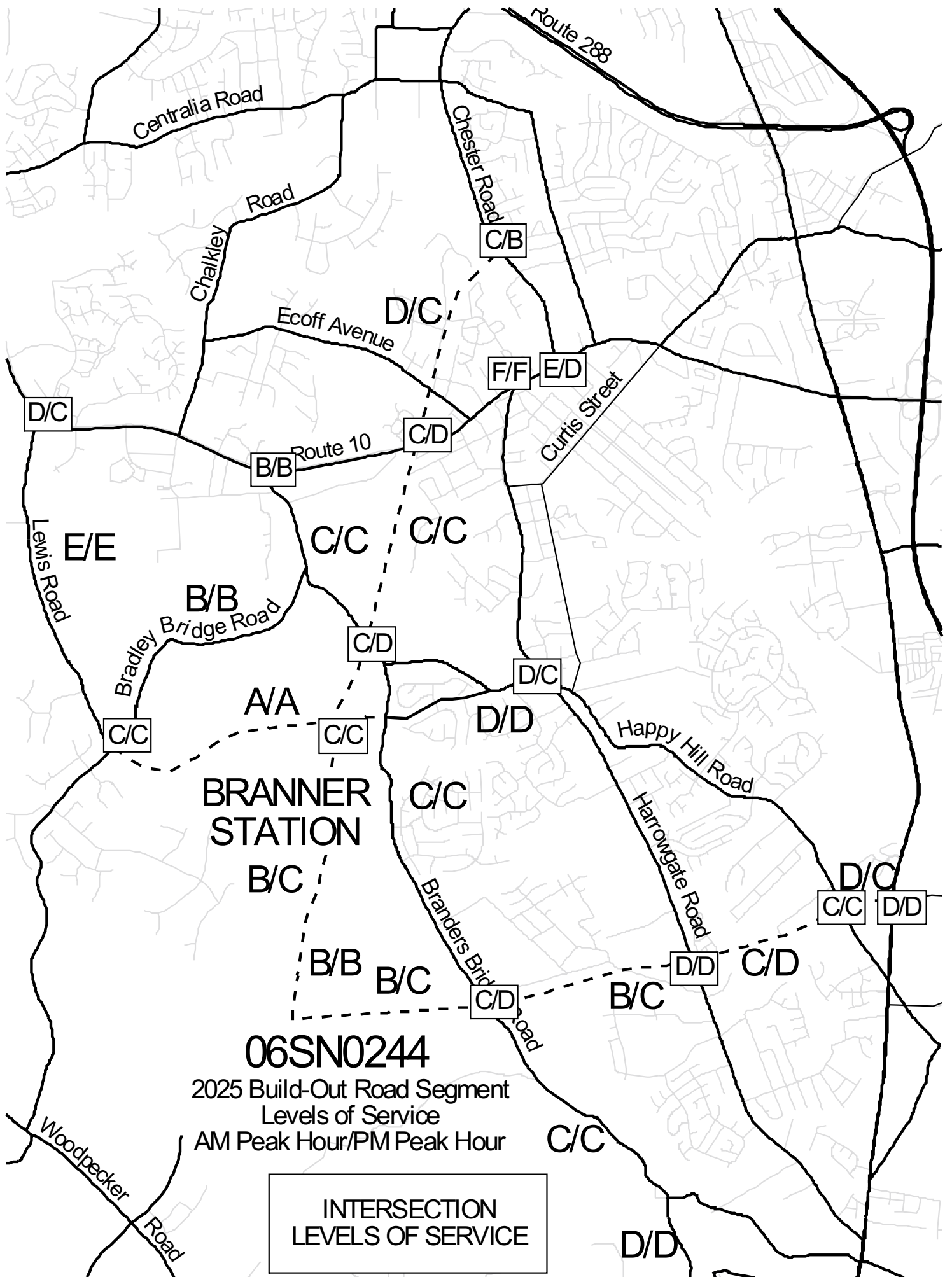
THOROUGHFARE PLAN

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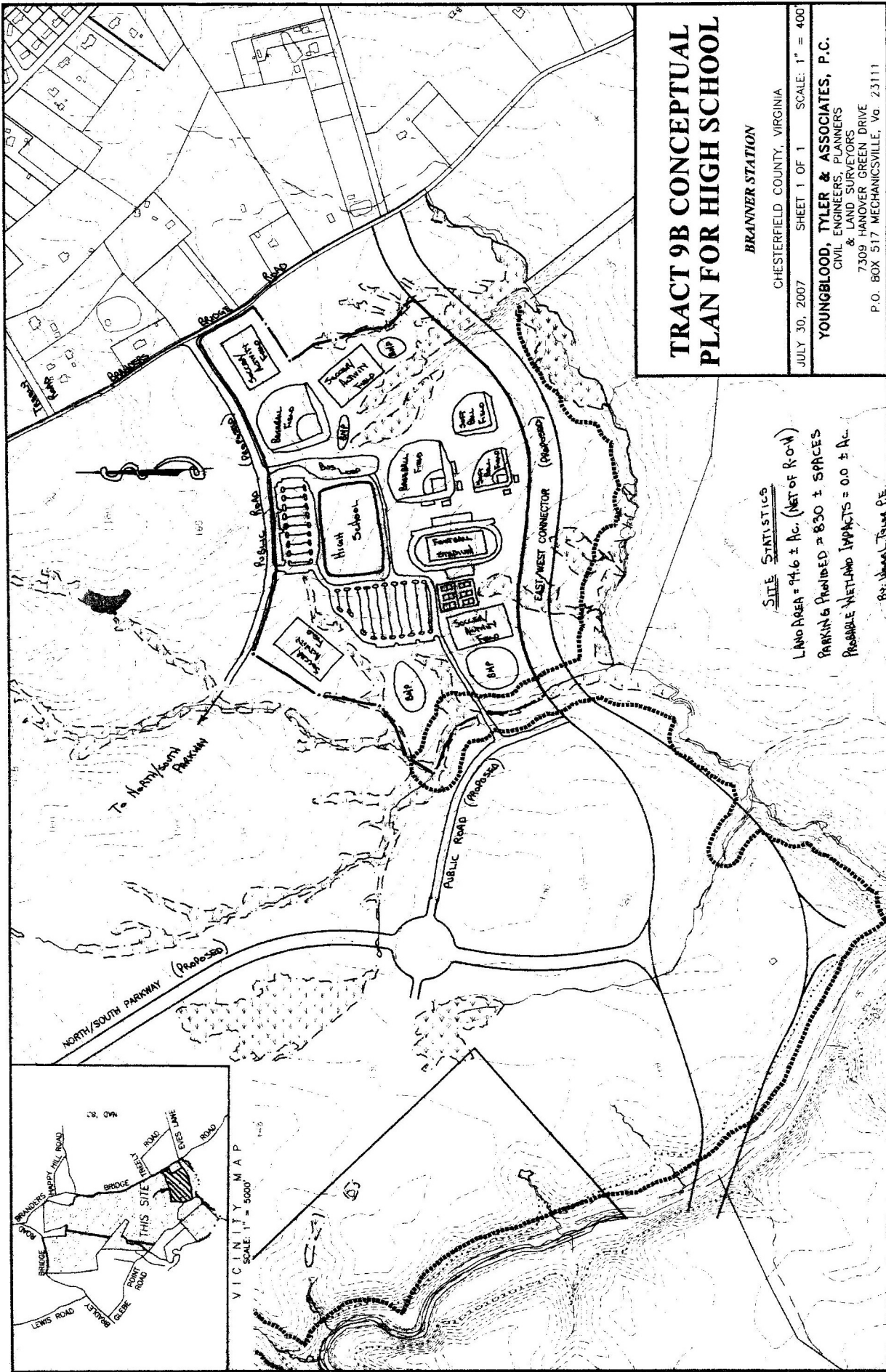
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TRACT 9B CONCEPTUAL PLAN FOR HIGH SCHOOL

BRANNER STATION

CHESTERFIELD COUNTY, VIRGINIA

JULY 30, 2007 SHEET 1 OF 1 SCALE: 1" = 400'

YOUNGBLOOD, TYLER & ASSOCIATES, P.C.
 CIVIL ENGINEERS, PLANNERS
 & LAND SURVEYORS
 7309 HANOVER GREEN DRIVE
 P.O. BOX 517 MECHANICSVILLE, VA 23111

SITE STATISTICS
 LAND AREA = 94.6 ± AC. (NET OF ROW)
 PARKING PROVIDED = 830 ± SPACES
 POSSIBLE NETLAND IMPACTS = 0.0 ± AC.

BY: [Signature] T. [Name] P.E.

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